

**INDEPENDENT AUDITOR'S REPORT**

To the Members of Lenskart Solutions Private Limited

**Report on the Audit of the Consolidated IndAS Financial Statements****Opinion**

We have audited the accompanying Consolidated IndAS Financial Statements of Lenskart Solutions Private Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") its associate and joint venture comprising of the consolidated Balance sheet as at March 31, 2024, the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and notes to the Consolidated IndAS Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Consolidated IndAS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, associate and joint venture, the aforesaid Consolidated IndAS Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associate and joint venture as at March 31, 2024, their consolidated loss and their consolidated cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the Consolidated IndAS Financial Statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated IndAS Financial Statements' section of our report. We are independent of the Group, associate and joint venture in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated IndAS Financial Statements.

**Other Information**

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board report, but does not include the Consolidated IndAS Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated IndAS Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.



In connection with our audit of the Consolidated IndAS Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Consolidated IndAS Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Responsibilities of Management for the Consolidated IndAS Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated IndAS Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associate and joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IndAS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated IndAS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated IndAS Financial Statements by the Board of Directors of the Holding Company, as aforesaid.

In preparing the Consolidated IndAS Financial Statements, the respective Board of Directors of the Companies included in the Group and of its associate and joint venture are responsible for assessing the ability of their respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group, its associate and joint venture are also responsible for overseeing the financial reporting process of their respective companies.

## **Auditor's Responsibilities for the Audit of the Consolidated IndAS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated IndAS Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated IndAS Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



# **S.R. BATLIBOI & ASSOCIATES LLP**

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- Identify and assess the risks of material misstatement of the Consolidated IndAS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to Consolidated IndAS Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate and joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated IndAS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associate and joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated IndAS Financial Statements, including the disclosures, and whether the Consolidated IndAS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group, its associate and joint venture of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Consolidated IndAS Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated IndAS Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated IndAS Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated IndAS Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



## **Other Matter**

- (a) We did not audit the financial statements and other financial information, in respect of 15 subsidiaries, whose financial statements include total assets of Rs 14,996.68 Mn as at March 31, 2024, and total revenues of Rs 742.31 Mn and net cash inflow of Rs 5.74 Mn for the year ended on that date. These financial statement and other financial information have been audited by other auditors, whose financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated financial statements also include the Group's share of net loss of Rs. 5.60 Mn for the year ended March 31, 2024, as considered in the consolidated financial statements, in respect of 1 associate and 1 joint venture whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associate and joint venture and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint venture and associate, is based solely on the report(s) of such other auditors.

Out of above 2 of the subsidiaries and 1 joint venture are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries and joint venture located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries and joint venture located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

- (b) The Consolidated IndAS Financial Statements also include the Group's share of net loss of Rs. 6.87 Mn with respect to 1 associate for the period April 1, 2023 to October 13, 2023, whose financial statements, other financial information have not been audited and whose unaudited financial statements, other unaudited financial information have been furnished to us by the Management. Our opinion, in so far as it relates amounts and disclosures included in respect of 1 associate, and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid 1 associate, is based solely on such unaudited financial statement and other unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements and other financial information are not material to the Group.

Our opinion above on the Consolidated IndAS Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.



**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies, associate companies and joint venture incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraphs 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, associate and joint venture, as noted in the 'other matter' paragraph we report, to the extent applicable, that:
  - (a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated IndAS Financial Statements;
  - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidation of the IndAS Financial Statements have been kept so far as it appears from our examination of those books and reports of the other auditors, except that
    - i. with respect to certain subsidiaries, associate and joint venture as disclosed in note 52 to the consolidated financial statements, the back-up of books of account was not kept in servers physically located in India on a daily basis; and
    - ii. the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g)
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated IndAS Financial Statements;
  - (d) In our opinion, the aforesaid Consolidated IndAS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, associate companies and joint venture, none of the directors of the Group's companies, its associate and joint venture incorporated in India is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above on reporting under Section 143(3)(b) and serial number (vi) of paragraph (i) below on reporting under Rule 11(g).



- (g) With respect to the adequacy of the internal financial controls with reference to Consolidated IndAS Financial Statements of the Holding Company and its subsidiary companies and associate companies incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report. Also this report does not include Reporting on the internal financial controls for 3 subsidiaries namely Lenskart Eyetech Private Limited (‘LEPL’), Lenskart Foundation and Tango Solutions India Private Limited (‘TSIPL’) and 1 associate Quantduo Technologies Private Limited (‘QTPL’) under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the ‘Report on internal financial controls’), since in our opinion and according to the information and explanation given to us, the said report on internal financial controls is not applicable to the LEPL, Lenskart Foundation, TSIPL and QTPL basis the exemption available to the Company under MCA notification no. G.S.R. 583(E) dated June 13, 2017, read with corrigendum dated July 13, 2017 on reporting on internal financial controls with reference to Consolidated IndAS Financial Statements.
- (h) The provisions of section 197 read with Schedule V of the Act are not applicable to the Holding Company, its subsidiaries, associate and joint venture incorporated in India for the year ended March 31, 2024;
- (i) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associate and joint venture, as noted in the ‘Other matter’ paragraph:
- i. The Consolidated IndAS Financial Statements disclose the impact of pending litigations on its consolidated financial position of the Group, its associate and joint venture in its Consolidated IndAS Financial Statements – Refer Note 35 to the Consolidated IndAS Financial Statements;
  - ii. The Group, its associate and joint venture did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2024;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associate and joint venture incorporated in India during the year ended March 31, 2024.
  - iv. a) The respective managements of the Holding Company and its subsidiaries, associate and joint venture which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associate and joint venture respectively that, to the best of its knowledge and belief, other than as disclosed in the note 49 (viii) to the Consolidated IndAS Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries, associate and joint venture to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries, associate and joint venture (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



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- b) The respective managements of the Holding Company and its subsidiaries, associate and joint venture which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associate and joint venture respectively that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company or any of such subsidiaries, associate and joint venture from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, associate and joint venture shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, associate and joint venture which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. No dividend has been declared or paid during the year by the Holding Company, its subsidiaries, associate and joint venture companies, incorporated in India.
- vi. Based on our examination which included test checks, the Group and its associate has used accounting software's for maintaining its books of account which has a feature of recording audit trail (edit log) facility which was not enabled throughout the year for all relevant transactions recorded in the software's, as described in note 53 to the Consolidated IndAS Financial Statements. Accordingly, we are unable to comment upon whether during the year there was any instance of audit trail feature being tampered with in respect of the accounting software.

**For S.R. Batliboi & Associate LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



**per Yogesh Midha**

Partner

Membership Number: 094941

UDIN: 24094941BKCYKO3120

Place: Gurugram

Date: July 04, 2024



# **S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

## **Annexure 1 referred to in paragraph 1 of Report on Other Legal and Regulatory Requirements of our report of even date**

Re: Consolidated Financial Statements of Lenskart Solutions Private Limited (“the Holding Company”)

In terms of the information and explanation sought by us and given by the Company the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(xxi) Qualifications by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the Consolidated Financial Statements are:

<b>S.No.</b>	<b>Name</b>	<b>CIN</b>	<b>Subsidiary/ Associates</b>	<b>Clause number of the CARO report which is qualified</b>
1.	Quantduo Technologies Private Limited	U74999KA2018PT C115801	Associate	vii(a)

For **S.R. Batliboi & Associate LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



**per Yogesh Midha**

Partner

Membership Number: 094941

UDIN: 24094941BKCYKO3120

Place of Signature: Gurugram

Date: July 04, 2024



**ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED INDAS FINANCIAL STATEMENTS OF LENSKART SOLUTIONS PRIVATE LIMITED**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the Consolidated IndAS Financial Statements of Lenskart Solutions Private Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to Consolidated IndAS Financial Statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associate and joint venture, which are companies incorporated in India, as of that date. Also, this report does not include Reporting on the internal financial controls for 3 subsidiaries namely Lenskart Eyetech Private Limited ('LEPL'), Lenskart Foundation and Tango Solutions India Private Limited ('TSIPL') and 1 associate Quantduo Technologies Private Limited ('QTPL') under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the 'Report on internal financial controls'), since in our opinion and according to the information and explanation given to us, the said report on internal financial controls is not applicable to LEPL, Lenskart foundation, TSIPL and QTPL basis the exemption available to LEPL, Lenskart foundation, TSIPL and QTPL under MCA notification no. G.S.R 583(E) dated June 13, 2017, read with corrigendum dated July 13, 2017 on reporting on internal financial controls over financial reporting.

**Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the companies included in the Group, its associate, joint venture and joint venture, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to Consolidated IndAS Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated IndAS Financial Statements was established and maintained and if such controls operated effectively in all material respects.



Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Consolidated IndAS Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated IndAS Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated IndAS Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated IndAS Financial Statements.

### **Meaning of Internal Financial Controls With Reference to Consolidated IndAS Financial Statements**

A company's internal financial control with reference to Consolidated IndAS Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Consolidated IndAS Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls With Reference to Consolidated IndAS Financial Statements**

Because of the inherent limitations of internal financial controls with reference to Consolidated IndAS Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Consolidated IndAS Financial Statements to future periods are subject to the risk that the internal financial controls with reference to Consolidated IndAS Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



# **S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

## **Opinion**

In our opinion, the Group, its associate and joint venture, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to Consolidated IndAS financial statements and such internal financial controls with reference to Consolidated IndAS Financial Statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Associate LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



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**per Yogesh Midha**

Partner

Membership Number: 094941

UDIN: 24094941BKCYKO3120

Place of Signature: Gurugram

Date: July 04, 2024



	Note	As at 31 March 2024	As at 31 March 2023
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3A	9,453.11	7,212.00
Capital work-in-progress	3B	708.34	1,337.42
Investment property	3C	9,663.31	6,790.38
Goodwill	4A	18,673.83	18,622.58
Other intangible assets	4A	9,074.69	9,739.19
Right to use asset (Other than classified in note 3C)	36	8,143.87	8,309.75
Intangible assets under development	4B	-	1.53
Investments accounted for using the equity method	5A	265.80	236.35
<b>Financial assets</b>			
Investments	5B	150.67	129.86
Other financial assets	6	3,608.93	2,171.82
Deferred tax assets (net)	32	444.57	660.41
Non-current tax assets	8	315.43	314.67
Other non-current assets	9	434.63	623.36
<b>Total non-current assets</b>		<b>60,937.18</b>	<b>56,149.32</b>
<b>Current assets</b>			
Inventories	10	6,880.79	6,111.89
<b>Financial assets</b>			
Investments	5C	9,615.64	7,514.21
Trade receivables	11	3,413.95	2,810.70
Cash and cash equivalents	12	3,021.34	3,343.56
Bank balance other than cash and cash equivalents	13	5,030.70	6,523.01
Other financial assets	7	4,287.18	10,744.52
Other current assets	14	2,123.43	2,085.59
<b>Total current assets</b>		<b>34,373.03</b>	<b>39,133.48</b>
<b>Total assets</b>		<b>95,310.21</b>	<b>95,282.80</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	15A	154.18	152.86
Instruments entirely equity in nature	15B	1,669.58	172.37
Other equity	16	54,669.10	54,412.84
<b>Equity attributable to owners of Holding Company</b>		<b>56,492.86</b>	<b>54,738.07</b>
Non-controlling interest	17	1,066.64	959.79
<b>Total equity</b>		<b>57,559.50</b>	<b>55,697.86</b>
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
Borrowings	20	2,681.08	5,738.07
Lease liabilities	36	12,906.43	10,875.84
Other financial liabilities	22A	4,423.92	4,403.91
Provisions	18A	659.19	623.06
Other non-current liabilities	19	469.32	433.45
Deferred tax liabilities (net)	32	1,510.34	1,630.24
<b>Total non-current liabilities</b>		<b>22,650.28</b>	<b>23,704.57</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
Borrowings	20	2,290.46	3,434.01
Trade payables	21		
a) total outstanding dues of micro and small enterprises		255.71	89.64
b) total outstanding dues other than dues of micro and small enterprises		4,905.95	5,682.69
Lease liabilities	36	3,880.46	3,535.87
Other financial liabilities	22B	1,020.29	951.89
Provisions	18B	514.79	424.55
Other current liabilities	23	1,918.81	1,458.90
Current tax liabilities (net)	23B	313.96	302.82
<b>Total current liabilities</b>		<b>15,100.43</b>	<b>15,880.37</b>
<b>Total liabilities</b>		<b>37,750.71</b>	<b>39,584.94</b>
<b>Total equity and liabilities</b>		<b>95,310.21</b>	<b>95,282.80</b>

Summary of material accounting policies

The accompanying notes form an integral part of these Consolidated Financial Statements  
As per our report of even date attached

For S.R. Batliboi & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No. 101049W/E300004

For Yogesh Midha  
Partner  
Membership No. 094941



For and on behalf of the Board of Directors of  
Lenskart Solutions Private Limited

Peyush Bansal  
Director  
DIN:02070081  
Place: Gurugram  
Date: July 04, 2024

Mukti Harsharan  
Chief Financial Officer

Place: Gurugram  
Date: July 04, 2024

Neha Bansal  
Director  
DIN:02057007  
Place: Gurugram  
Date: July 04, 2024

Preeti Gupta  
Company Secretary  
Membership No. - ACS29209  
Place: Gurugram  
Date: July 04, 2024

Place: Gurugram  
Date: July 04, 2024

Lenskart Solutions Private Limited  
CIN : U33100DL2008PTC178355  
Consolidated Statement of Profit and Loss for the year ended 31 March 2024  
(All amounts in Rs. in million unless otherwise stated)

	Note	Year ended 31 March 2024	Year ended 31 March 2023
<b>Income</b>			
Revenue from operations	24	54,277.03	37,880.28
Other income	25	1,821.69	1,399.46
<b>Total income</b>		<b>56,098.72</b>	<b>39,279.74</b>
<b>Expenses</b>			
Cost of materials consumed	26	14,829.42	11,328.03
Purchases of Stock in trade	26A	3,473.70	2,673.82
Changes in inventory of traded goods	26B	(541.72)	(320.75)
Employee benefits expense	27	10,864.91	7,175.58
Finance costs	29	1,229.89	832.78
Depreciation and amortization expense	28	6,722.40	4,175.53
Other expenses	30	18,917.34	14,385.75
<b>Total expenses</b>		<b>55,495.94</b>	<b>40,250.74</b>
<b>Profit/(loss) before share of loss of associate or joint venture</b>		<b>602.78</b>	<b>(971.00)</b>
Share of (loss) of associate & joint venture		(12.47)	(40.76)
<b>Profit/(loss) before tax</b>		<b>590.31</b>	<b>(1,011.76)</b>
<b>Tax expense</b>			
Income tax expense	32	593.22	242.25
Income tax (credit)/charge relating to previous year	32	(26.04)	8.47
Deferred tax charge/(credit)	32	124.67	(624.91)
<b>(Loss) for the year (A)</b>		<b>(101.54)</b>	<b>(637.57)</b>
<b>Other comprehensive (loss)/income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Re-measurement loss on defined benefit plan (net of taxes)		(13.41)	(6.03)
<b>Items that will be reclassified subsequently to profit or loss</b>			
Exchange differences on translation of foreign operations		(190.42)	324.86
Income Tax effect on above		-	-
<b>Other comprehensive (loss)/income for the year (B)</b>		<b>(203.83)</b>	<b>318.83</b>
<b>Total comprehensive (loss) for the year (A+B)</b>		<b>(305.37)</b>	<b>(318.73)</b>
<b>Net profit/(loss) attributable to:</b>			
Owners of the Holding Company		(174.61)	(679.85)
Non-controlling interest		73.07	42.28
<b>Other comprehensive (loss)/income attributable to:</b>			
Owners of the Holding Company		(237.61)	308.72
Non-controlling interest		33.78	10.11
<b>Total comprehensive income/(loss) attributable to:</b>			
Owners of the Holding Company		(412.22)	(371.13)
Non-controlling interest		106.85	52.39
<b>Loss per share (face value Rs. 2 per share)</b>			
Basic/diluted loss per share (Rs.)	31	0.62	4.05
Summary of material accounting policies	2		

The accompanying notes form an integral part of these Consolidated Financial Statements

As per our report of even date attached

For S.R. Batliboi & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No. 101049WE300004

per Yogesh Midha  
Partner  
Membership No. 094941



For and on behalf of the Board of Directors of  
Lenskart Solutions Private Limited

Peyush Bansal  
Director  
DIN:02070081  
Place: Gurugram  
Date: July 04, 2024

Neha Bansal  
Director  
DIN:02057007  
Place: Gurugram  
Date: July 04, 2024

Mukti Hariharan  
Chief Financial Officer  
Place: Gurugram  
Date: July 04, 2024

Preeti Gupta  
Company Secretary  
Membership No. - ACS29209  
Place: Gurugram  
Date: July 04, 2024

Place: Gurugram  
Date: July 04, 2024

	Year ended 31 March 2024	Year ended 31 March 2023
<b>A Cash flow from operating activities</b>		
Profit/ (Loss) before tax	602.78	(971.00)
Adjustments for:		
Gain on redemption/ fair valuation of mutual fund units	(641.43)	(199.88)
Grant income	(34.75)	(75.67)
Interest income	(861.77)	(683.75)
Miscellaneous Income	(205.55)	-
Net change in fair value of non-current investments measured at FVTPL	(27.11)	(28.58)
Management Advisory Fees	(9.22)	-
Fair value loss on financial liabilities at fair value through profit or loss (net)	20.00	255.92
(Gain)/ loss on sale of property, plant and equipment	69.34	1.59
Depreciation and amortization expense	6,705.32	3,793.37
Finance costs	1,229.89	832.78
Gain on termination of Leases	(6.63)	(8.98)
Provision for warranty	117.69	118.31
Share based payment	62.18	41.90
Unrealized foreign exchange gain	38.72	(329.29)
Dividend Income	(29.53)	-
Fair value changes of derivative contracts	-	0.26
Duty Drawback	(0.47)	-
Impact of amortized cost adjustment for borrowings	5.38	0.63
Impairment of right of use asset	14.60	-
Impairment of trade receivables	28.33	57.15
Asset written off	32.69	-
Provision for doubtful advances	-	0.69
<b>Operating profit before working capital adjustments</b>	<b>7,110.46</b>	<b>2,805.45</b>
<b>Working capital adjustments:</b>		
(Increase) in inventories	(1,152.41)	(2,305.84)
(Increase) / decrease in other financial assets	(507.26)	96.25
(Increase) in other assets	(578.31)	(687.97)
(Increase) in trade receivables	(949.84)	(645.27)
Increase / (decrease) in other financial liabilities	(12.39)	256.50
Increase / (decrease) in other liabilities	287.15	(12.05)
Increase in trade payables	1,245.41	1,561.42
Increase in provisions	11.46	115.49
<b>Cash used in operating activities</b>	<b>5,454.27</b>	<b>1,183.98</b>
Income tax paid (net of refund)	(580.46)	(236.55)
<b>Net cash flow in operating activities (A)</b>	<b>4,873.81</b>	<b>947.43</b>
<b>B Cash flows from investing activities</b>		
Acquisition of property, plant and equipment	(4,306.44)	(3,987.69)
Acquisition of intangible assets	(70.56)	(140.69)
Proceeds from sale of property, plant and equipment	53.26	5.29
Acquisition of shares in Joint Venture/Associates/Subsidiaries	(109.45)	(25,304.10)
Acquisition of investments in subsidiary	(72.09)	-
Proceeds from sale of Investments	11.25	62.34
Proceeds/(investment) from sale of mutual fund (net)	(1,460.00)	2,171.91
Investment in fixed deposits	(4,400.36)	(6,713.75)
Redemption of fixed deposits	10,904.55	3,832.30
Interest received on fixed deposits	1,036.60	309.52
<b>Net cash flow / (used in) from investing activities (B)</b>	<b>1,586.76</b>	<b>(29,764.87)</b>
<b>C Cash flows from financing activities</b>		
Proceeds from issue of share capital (including share premium)	2,244.41	25,586.36
Purchase of treasury shares	(64.99)	-
Settlement of employee stock option	(27.60)	-
Proceeds from long term borrowings	803.17	4,998.14
Repayment of long term borrowings	(4,946.21)	(8.18)
Proceeds from short term borrowings	1,205.44	1,530.00
Repayment of short term borrowings	(540.00)	(990.00)
Payment of principal portion of lease liabilities	(3,896.17)	(2,604.70)
Payment of interest portion of lease liabilities	(877.07)	(576.58)
Interest paid	(297.18)	(168.01)
<b>Net cash (used) / flow from financing activities (C)</b>	<b>(6,396.20)</b>	<b>27,767.02</b>



	Year ended 31 March 2023	Year ended 31 March 2023
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	64.39	(1,050.42)
Net movement in Foreign currency translation reserve	(3.07)	0.00
Cash and cash equivalent of acquired subsidiary	26.90	3,904.56
Cash and cash equivalents at the beginning of the year	2,933.12	254.27
Bank Overdraft (refer note 20)	(821.41)	(190.07)
<b>Cash and cash equivalents at the end of the year</b>	<b>2,199.93</b>	<b>2,918.32</b>
<b>Cash and cash equivalents comprises of :</b>		
Cash on hand	21.38	64.16
Balances with scheduled bank in current accounts	2,999.96	3,279.40
Bank Overdraft (refer note 20)	(821.41)	(425.24)
	<b>2,199.93</b>	<b>2,918.32</b>

Summary of material accounting policies (refer note 2)  
 Refer note 20B(v) for change in liabilities arising from financing activities and for non-cash investing activities.  
 The accompanying notes form an integral part of these consolidated financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP  
 Chartered Accountants  
 ICAI Firm Registration No. 101049W/E300004

*[Signature]*

per Yogesh Midha  
 Partner  
 Membership No. 094941



For and on behalf of the Board of Directors of  
 Lenskart Solutions Private Limited

*[Signature]*

Peyush Bansal  
 Director  
 DIN:02070081  
 Place: Gurugram  
 Date: 04-07-2024

*[Signature]*

Mukti Hariharan  
 Chief Financial Officer

Place: Gurugram  
 Date: 04-07-2024

*Neha Bansal*

Neha Bansal  
 Director  
 DIN:02057007  
 Place: Gurugram  
 Date: 04-07-2024

*[Signature]*

Preeti Gupta  
 Company Secretary  
 Membership No. - ACS29209  
 Place: Gurugram  
 Date: 04-07-2024

Place: Gurugram  
 Date: 04-07-2024

## A Equity share capital

Particulars	Amount
Equity shares of Rs. 2 each issued, subscribed and fully paid up	
Balance as at 01 April 2022	152.86
Add:- Issued during the year (refer note 15A)	-
Balance as at 31 March 2023	152.86
Add:- Issued during the year (refer note 15A)	1.32
Balance as at 31 March 2024	154.18

## B Other equity

Particulars	Attributable to owners of the Holding Company						Non-Controlling Interest	Total
	Reserves and surplus				Other comprehensive income			
	Securities premium	Retained earnings	Share options outstanding account	Treasury Shares	Re-measurement of defined benefit plan	Foreign currency translation reserve		
Balance as at 1 April 2022	41,080.35	(11,954.56)	75.06	-	-	(21.47)	-	29,179.38
-(Loss)/ profit for the year	-	(679.85)	-	-	-	-	42.28	(637.57)
-Other comprehensive (loss) / income (net of tax)	-	-	-	-	(6.03)	314.75	10.11	318.83
- Acquisition of non-controlling interest (refer note 45B)	-	-	-	-	-	-	962.09	962.09
- Reduction of non-controlling interest due to purchase of additional ownership stake in	-	-	-	-	-	-	(54.69)	(54.69)
<b>Total</b>	<b>41,080.35</b>	<b>(12,634.41)</b>	<b>75.06</b>	<b>-</b>	<b>(6.03)</b>	<b>293.28</b>	<b>959.79</b>	<b>29,768.04</b>
- Add: Premium on issuance of 0.001% Compulsorily Convertible cumulative Preference Shares-Series I	13,870.65	-	-	-	-	-	-	13,870.65
Add: Premium received on issuance of 0.001% Compulsorily Convertible cumulative Preference Shares-Series II	11,692.04	-	-	-	-	-	-	11,692.04
- Transferred to retained earnings	-	(6.03)	-	-	6.03	-	-	-
- Expense for employee share option	-	-	41.90	-	-	-	-	41.90
Balance as at 31 March 2023	66,643.04	(12,640.44)	116.96	-	-	293.28	959.79	55,372.63
Balance as at 1 April 2023	66,643.04	(12,640.44)	116.96	-	-	293.28	959.79	55,372.63
-Profit/(Loss) for the year	-	(174.61)	-	-	-	-	73.07	(101.54)
-Other comprehensive (loss)/income (net of tax)	-	-	-	-	(13.41)	(224.20)	33.78	(203.83)
<b>Total</b>	<b>66,643.04</b>	<b>(12,815.05)</b>	<b>116.96</b>	<b>-</b>	<b>(13.41)</b>	<b>69.08</b>	<b>1,066.64</b>	<b>55,067.25</b>
- Premium on issue of equity shares	70.72	-	-	-	-	-	-	70.72
- 0.001% Compulsorily Convertible Non-cumulative Preference Shares-Class 2 of Rs. 10	672.32	-	-	-	-	-	-	672.32
- Purchase of Treasury Shares by ESOP Trust during the year	-	-	-	(64.99)	-	-	-	(64.99)
- Options settled in cash	-	-	(10.10)	-	-	-	-	(10.10)
- Excess outflow over the reserve actually carried for the ESOP options settled during the year	-	-	(39.66)	-	-	-	-	(39.66)
- Transferred to retained earnings	-	(13.41)	-	-	13.41	-	-	-
- Share options exercised	-	-	(23.52)	-	-	-	-	(23.52)
- Expense for employee stock options accounted at fair value	-	-	62.17	-	-	-	-	62.17
- Expense for employee share option on subsidiary	-	-	1.53	-	-	-	-	1.53
Balance as at 31 March 2024	67,386.08	(12,828.46)	107.38	(64.99)	-	69.08	1,066.64	55,735.72

Summary of material accounting policies - refer Note 2

The accompanying notes form an integral part of these Consolidated Financial Statements

As per our report of even date attached

For S.R. Batliboi & Associates LLP  
Chartered Accountants  
ICAI Firm Registration No. 101049W/E300004

Yogesh Midha  
Partner  
Membership No. 094941



For and on behalf of the Board of Directors of  
Lenskart Solutions Private Limited

Peyush Bansal  
Director  
DIN:02070081  
Place: Gurugram  
Date: July 04, 2024

Mukti Hariharan  
Chief Financial Officer

Place: Gurugram  
Date: July 04, 2024

Neha Bansal  
Director  
DIN:02057007  
Place: Gurugram  
Date: July 04, 2024

Preeti Gupta  
Company Secretary  
Membership No.-ACS29209  
Place: Gurugram  
Date: July 04, 2024

Place: Gurugram  
Date: July 04, 2024

## Lenskart Solutions Private Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2024

### 1. Corporate information

Lenskart Solutions Private Limited (“the Holding Company”) was incorporated under the Companies Act, 1956 on 19 May 2008, as Private Limited Company. The Company’s registered address is W-123, Greater Kailash Part-2 New Delhi- 110048. These consolidated financial statements comprise the Holding Company and its subsidiaries (referred to collectively as the ‘Group’). The Group is engaged in the manufacturing and sale of optical and ophthalmic lenses used in spectacles and wholesale trade and distribution of branded and private labelled Eyeglasses, Sunglasses, Contact lenses, accessories products.

The consolidated financial statements for the year ended 31 March 2024 were approved for issue in accordance with a resolution of the directors on 04 July 2024.

### 2. Material accounting policies

#### Basis of preparation of financial statements

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013. (the ‘Act’) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The Group has prepared the consolidated financial statements on the basis that it will continue to operate as a going concern and climate related matters have been duly considered in going concern assessment.

#### 2A. Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees (INR), which is also the holding company’s functional currency. All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

#### 2B. Basis of measurement

The Consolidated financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Financial assets and liabilities like certain investments	Fair value
Liabilities for share-based payment arrangements	Fair Value
Other financial assets and liabilities	Amortised cost

#### 2C. Use of estimates and judgements

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

#### A. Judgements

In the process of applying the Group’s accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements:

#### Determining the lease term of the contract with renewal and termination option - Group as a lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or



termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

**Leases - Estimating the incremental borrowing rate:**

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease.

**Operating lease commitments – Group as a lessor**

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

**B. Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

**i) Provision for employee benefits - note 27 and note 33**

The measurement of obligations and assets related to defined benefit / other long term benefits plans makes it necessary to use several statistical and other factors that attempt to anticipate future events. These factors include assumptions about the discount rate, the rate of future compensation increases, withdrawal, mortality rates etc. The management has used the past trends and future expectations in determining the assumptions which are used in measurements of obligations.

**ii) Recognition of deferred tax assets**

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is an evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

**iii) Impairment of trade receivables**

The impairment provisions for trade receivables disclosed are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's history, existing market conditions as well as forward looking estimates at the end of each reporting period. Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.



**iv) Provision for litigation**

The management determines the estimated probability of outcome of any litigation based on its assessment supported by technical advice on the litigation matters, wherever required.

**v) Provision for warranties**

The Group offers one-year warranty on Eyeglass and Sunglass. Warranty costs on sale of goods are provided on the basis of management's estimate of the expenditure to be incurred during the unexpired period. Provision is made for the estimated liability in respect of warranty costs in the year of recognition of revenue and is included in the Statement of Profit and Loss. The estimates used for accounting for warranty costs are reviewed periodically and revisions are made as and when required.

**vi) Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See note 37 for further disclosures.

**vii) Impairment of non-financial assets**

The carrying amounts of the Group's non-financial assets, other than deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit ('CGU') is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ('CGU').

Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

**2D. Measurement of fair values**

A number of the Group's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.



## **2E. Current versus non-current classification**

The Group presents assets and liabilities in the Balance Sheet based on current / non-current classification. The Group has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by the Ministry of Corporate Affairs.

An asset is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- a) It is expected to be settled in normal operating cycle,
- b) It is held primarily for the purpose of trading,
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per the Group's operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Group has ascertained its operating cycle as less than 12 months for the purpose of current and non-current classification of assets and liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

## **2.1 Principles of Consolidation**

### **i. Subsidiary**

Subsidiary is an entity controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiary are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

### **ii. Investment in joint venture and associate**

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its joint venture and associate are accounted for using the equity method. Under the equity method, the investment joint venture and associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since



**Lenskart Solutions Private Limited**

Summary of material accounting policies and other explanatory information for the year ended 31 March 2024

the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Group's share of the results of operations of joint venture and associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and joint venture are eliminated to the extent of the interest in the associate or joint venture.

**iii. Non-controlling interests (NCI)**

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition. Changes in the Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

**iv. Loss of control**

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in profit or loss.

**v. Transactions eliminated on consolidation**

Intra-group balances and transactions, and any unrealised income and expenses arising from intragroup transactions, are eliminated.

**vi. The consolidated financial statements are comprised of financial statements of members of the Group as under:**

Subsidiaries	Country of incorporation	% of interest as at 31 March 2024	% of interest as at 31 March 2023
Lenskart Eyetechnology Private Limited	India	100.00	100.00
Lenskart Foundation	India	100.00	100.00
Tango IT Solutions India Private Limited	India	100.00	-
Lenskart Solutions Pte. Ltd.	Singapore	100.00	100.00
Lenskart Solutions INC	US	100.00	100.00
Lenskart Optical Trading LLC	UAE	100.00	100.00
Lenskart Solutions FZCO	UAE	100.00	100.00
Lenskart Arabia Limited	KSA	100.00	-
Lenskart Solutions Company Limited	Vietnam	100.00	100.00
Lenskart Solutions Sdn. Bhd.	Malaysia	100.00	100.00
PT Lenskart Solutions Indonesia	Indonesia	100.00	100.00
Thai Eyewear Company Limited	Thailand	100.00	100.00
Lenskart Solutions (Thailand) Company Limited	Thailand	100.00	100.00
Neso Brands Pte. Ltd.	Singapore	100.00	100.00
MLO K.K	Japan	100.00	100.00
Owndays Inc.	Japan	100.00	100.00
Owndays Singapore Pte. Ltd.	Singapore	100.00	100.00
Owndays Co., Ltd	Singapore	100.00	100.00
Owndays Taiwan Ltd	Taiwan	100.00	100.00
Owndays Downunder Pty Ltd	Australia	56.00	56.00



**Lenskart Solutions Private Limited**

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Owndays Hong Kong Limited	Hong Kong	51.00	51.00
Owndays Tech & Media (Thailand) Co., Ltd	Thailand	99.99	99.99
Owndays Malaysia Sdn. Bhd.	Malaysia	100.00	100.00
Owndays (Thailand) Co., Ltd.	Thailand	49.00	49.00
<b>Associates/Joint Venture</b>	<b>Country of incorporation</b>	<b>% of interest as at 31 March 2024</b>	<b>% of interest as at 31 March 2023</b>
Tango IT Solutions India Private Limited	India	-	30.08
Baofeng Framkart Technology Limited	China	51.00	51.00
Quandto Technolgies Private Limited	India	17.11	17.38
Le Petite Lunetier	France	17	-
Owndays India Private Limited	India	-	50.00

**2.2 Property, plant and equipment****i. Recognition and measurement**

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

**ii. Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

**iii. Depreciation**

Depreciation is provided on a pro-rata basis under the straight-line method. The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows

<b>Asset category</b>	<b>Estimated useful life (in years)</b>
Building (Non RCC Structure)	30
Building (RCC Structure)	60
Roads	10
Plant and machinery (Other than MEI Auto lens cutting machine)	7#
Plant and machinery (MEI Auto lens cutting machine, ASRS)*	15
Furniture and fixtures	7-10
Office equipment	5-7
Computers and peripherals (including server)	3-6
Electrical fittings	10
Vehicles	6-10

# for these class of assets, based on internal technical evaluation, the management believes useful lives as given above best represent the period over which Group expects to use these assets.



## Lenskart Solutions Private Limited

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\*Assets working in double shift and triple shift any time during the year, the depreciated have been increase by 50% times and 100%, respectively.

Leasehold improvements are depreciated over the useful life of individual assets or period of lease, whichever is lower.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

### 2.3 Capital work-in-progress

The cost of property, plant and equipment not ready for their intended use is recorded as capital work-in-progress before such date. Cost of construction that relate directly to specific property, plant and equipment and that are attributable to construction activity in general and can be allocated to specific property, plant and equipment are included in capital work-in-progress.

### 2.4 Intangible assets

#### i. Recognition and initial measurement

Intangible assets represent computer software and trademarks. Intangible assets are stated at acquisition cost less accumulated amortization and impairment loss, if any. The cost of intangible asset comprises its purchase price, including any import duties and non-refundable taxes or levies and any directly attributable expenditure on making the asset ready for its intended use. Intangible assets are amortised in statement of profit and loss on a straight line basis in accordance with the estimated useful lives of respective assets. The management's estimates of the rate of amortisation of intangible assets are as follows:

Asset category	Life (in years)
Software	5 years
Trademarks	10 years
Brand and Goodwill	Indefinite*
Non- Compete	As per agreement

\*Brand and Goodwill are evaluated annually for impairment and adjusted if required.

#### ii. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in profit or loss as incurred.

#### iii. Amortisation

Amortisation expense is charged on a pro-rata basis for assets purchased during the year. Amortisation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

### 2.5 Inventories

Inventories which comprise of finished goods, traded goods, raw material, consumables, tools and stores and spares are carried at the lower of cost and net realisable value.

Cost of inventories comprises all costs of purchase and other expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition.

The methods of determination of cost of various categories of inventories are as follows:



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Particulars	Basis of Valuation
Raw Material	Weighted average cost except for certain raw materials including prescription lenses and frames which are carried at actual cost.
Consumables, tools and stores and spares	Weighted average cost
Traded goods	Actual cost
Work in progress	Weighted average cost

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on item by item basis.

### 2.6 Financial instruments

#### (i). Recognition and initial measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

Trade receivables are initially recognised at transaction value. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

#### (ii). Classification and subsequent measurement

##### Financial assets

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured *at amortised cost* if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

##### Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:



## Lenskart Solutions Private Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2024

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

*Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest*

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

*Financial assets: Subsequent measurement and gains and losses*

*Financial assets at FVTPL*

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

*Financial assets at amortised cost*

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

*Financial liabilities: Classification, subsequent measurement and gains and losses*

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

### (iii) Derecognition



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- A financial asset is derecognised only when:
- the Group has transferred the rights to receive cash flows from the financial asset or
  - retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised.

Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

### (iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### (v) Impairment of financial assets

The Group recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer; or
- a breach of contract such as a default or being past due.

The Group measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.



***Measurement of expected credit losses***

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. Under the simplified approach, the Group does not track changes in credit risk for individual customers. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

The Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates and delays in realisations over the expected life of the trade receivable and is adjusted for forward looking estimates. At every balance sheet date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

***Presentation of allowance for expected credit losses in the balance sheet***

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

***Write-off***

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

***(vi) Impairment of assets***

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (PPE and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's fair value less cost of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

**2.7 Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand, demand deposits with banks with an original maturity of three months or less and short-term highly liquid investments that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short term deposits, net of defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**2.8 Provisions (other than employee benefits)**

A provision is recognized if, as a result of a past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the legal or contractual



obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for:

### **Contingencies**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

## **2.9 Revenue recognition**

### **Revenue from contracts with customers**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer, at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

- a) Revenue from the sale of product is recognized upfront at the point in time when the product is delivered to the customer. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.
- b) Revenue from services is recognized in accordance with the terms of contract when the services are rendered and the related costs are incurred and the balance amount is recognised as deferred revenue.
- c) Revenue from membership fees is recognised over the period of membership.
- d) Interest Income is recognized using the effective interest method.
- e) Rental income from sub-leasing is recognised in profit or loss on a straight line basis over the term of lease and included under other income.

### **Contract balances**

#### ***Contract assets***

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional and where such payment is conditional upon future activities of the company.

#### ***Trade receivables***

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in financial instrument – initial recognition and subsequent measurement.

#### ***Contract liabilities***

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

## **2.10 Government grants**



Government grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant; they are then recognised in profit or loss as other operating revenue on a systematic basis.

Grants that compensate the Group for expenses incurred are recognised in profit or loss as other operating revenue on a systematic basis in the periods in which such expenses are recognised.

## **2.11 Employee benefits**

The Group's obligation towards various employee benefits has been recognised as follows:

### **i. Short-term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

### **ii. Share based payment transactions**

The grant date fair value of equity settled share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and nonmarket vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes. If the entity elects to settle in cash, the cash payment shall be accounted for as the repurchase of an equity interest, i.e. as a deduction from equity

### **iii. Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

### **iv. Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.



When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

The group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

**v. Other long-term employee benefits**

The Group's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurements gains or losses are recognised in profit or loss in the period in which they arise.

**vi. Termination benefits**

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognizes costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

**2.12 Foreign currency**

**Foreign currency transactions**

Transactions in foreign currencies are translated into the respective functional currencies of Group at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in profit or loss.

**Foreign operations**

The assets and liabilities of foreign operations of its subsidiary, are translated into INR, the functional currency of the Holding Company, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Foreign currency translation differences are recognised in OCI and accumulated in equity (as exchange differences on translating the financial statements of a foreign operation), except to the extent that the exchange differences are allocated to NCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.

**2.13 Leases**

The Group assesses at contract inception whether a contract is, or contains a, lease. That is if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration.

**Group as a lessee**

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.



**i) Right of use asset**

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

**ii) Lease Liabilities**

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of the lease payment to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset

**iii) Short-term leases and leases of low value assets**

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low value assets recognition exemption to leases of assets that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

**2.14 Income tax**

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

**i. Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

**ii. Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for temporary differences arising on the initial recognition of assets or liabilities in a transaction that affects neither accounting nor taxable profit or loss at the time of the transaction; and does not give rise to equal taxable and deductible temporary differences.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be



available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

### **2.15 Borrowing cost**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs).

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

### **2.16 Earnings per share**

Basic earnings/(loss) per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed to be converted as of the beginning of the period, unless they have been issued at a later date.

### **2.17 Segment Reporting**

An operating segment is a component that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the other components, and for which discrete financial information is available. The Group is engaged in the whole sale trade and distribution of branded and private labelled Eyeglasses, Sunglasses, Contact lenses, accessories products and manufacturing of optical and ophthalmic lenses and frames used in spectacles, which has been defined as one business segment. Accordingly, the Group's activities/business are reviewed regularly by the Group's Board of Director's from an overall business perspective, rather than reviewing its products/services as individual standalone components.

### **2.18 Investment Property:**



Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the group is classified as investment property.

Investment property also includes property that is being constructed or developed for future use as investment property.

#### **Initial measurement**

Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Investment property that is obtained through a lease is measured initially at the lease liability amount adjusted for any lease payments made at or before the commencement date (less any lease incentives received), any initial direct costs incurred by the group, and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Though the group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes to the financial statements.

#### **Subsequent measurement (depreciation and useful lives)**

Depreciation on investment properties comprising right-of-use held for sublease is provided on straight-line basis over the period of lease and other tangible assets as per the policy defined for same class of assets under property, plant and equipment. The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

Where during any financial year, any addition has been made to any asset, or where any asset has been sold, discarded, demolished or destroyed, or significant components replaced; depreciation on such assets is calculated on a pro rata basis as individual assets with specific useful life from the month of such addition or, as the case may be, up to the month on which such asset has been sold, discarded, demolished or destroyed or replaced.

#### **De-recognition**

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of de-recognition.

### **2.19 Business Combination**

The Company accounts for its business combinations (other than common control) under acquisition method of accounting. Acquisition related costs are recognised in statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as gain on bargain purchase.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in other comprehensive income (OCI) and accumulated in equity as gain on bargain purchase. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

### **2.20 Recent accounting pronouncement**

There are no standards that are notified and not yet effective as on the date.



3A Property, plant and equipment

Particulars	Buildings	Roads	Plant and machinery	Leasehold improvements	Furniture and fixtures	Vehicle	Office equipment	Computers and peripherals	Electrical fittings	Total
<b>Gross Block</b>										
At 1 April 2022	-	-	1,839.59	215.29	121.96	7.03	96.96	232.79	1.85	2,515.49
Additions during the year	940.07	34.35	1,899.81	606.69	81.94	7.04	73.06	136.43	120.74	3,900.13
Adjustment due to business acquisition (refer note 45B)	-	-	1,404.34	3,274.61	370.61	5.35	145.59	87.73	-	5,288.23
Disposals	-	-	72.44	125.61	51.93	-	6.77	7.01	-	263.76
Exchange translation difference	-	-	104.28	201.13	24.59	0.40	(0.18)	8.38	0.02	338.62
At 31 March 2023	940.07	34.35	5,175.58	4,172.11	547.18	19.82	308.67	458.32	122.61	11,778.71
At 1 April 2023	940.07	34.35	5,175.58	4,172.11	547.18	19.82	308.67	458.32	122.61	11,778.71
Additions during the year	650.40	-	1,830.80	932.90	163.44	1.75	92.08	239.06	219.79	4,130.22
Adjustment due to business acquisition (refer note 45A)	-	-	-	-	-	-	-	4.68	-	4.68
Disposals	-	-	125.91	196.35	24.17	4.09	27.61	72.97	0.99	452.09
Exchange translation difference	-	-	(99.28)	(290.83)	(6.36)	(1.04)	(9.52)	(6.59)	0.03	(413.59)
At 31 March 2024	1,590.47	34.35	6,781.19	4,617.83	680.09	16.44	363.62	622.50	341.44	15,047.93
<b>Accumulated depreciation</b>										
At 1 April 2022	-	-	711.09	87.29	30.87	2.52	44.02	131.99	0.76	1,008.53
Depreciation charge for the year	0.08	0.01	385.08	304.83	44.02	1.91	36.42	78.34	3.10	853.79
Adjustment due to business acquisition (refer note 45B)	-	-	835.15	1,490.77	268.09	5.29	78.03	53.98	-	2,731.31
Disposals	-	-	55.30	103.79	31.70	-	4.32	5.63	-	200.76
Exchange translation difference	-	-	56.38	95.59	14.93	0.25	1.82	4.87	0.00	173.84
At 31 March 2023	0.08	0.01	1,932.40	1,874.69	326.21	9.97	155.96	263.53	3.86	4,566.71
At 1 April 2023	0.08	0.01	1,932.40	1,874.69	326.21	9.97	155.96	263.53	3.86	4,566.71
Depreciation charge for the year	41.29	3.76	705.51	469.20	77.69	1.81	55.94	140.00	22.59	1,517.79
Adjustment due to business acquisition (refer note 45A)	-	-	-	-	-	-	-	2.69	-	2.69
Disposals	-	-	114.92	121.99	19.81	4.04	23.78	65.63	0.90	351.07
Exchange translation difference	-	-	(41.78)	(86.62)	(3.75)	(0.68)	(5.27)	(3.20)	-	(141.30)
At 31 March 2024	41.37	3.77	2,481.21	2,135.28	380.34	7.96	182.85	337.39	25.55	5,594.82
<b>Net carrying amounts</b>										
At 31 March 2023	939.99	34.34	3,243.18	2,297.42	220.97	9.84	152.71	194.79	118.75	7,212.00
At 31 March 2024	1,549.09	30.58	4,299.98	2,482.55	299.75	9.37	180.77	285.11	315.89	9,453.11

Notes:

- (i) Upon transition to Indian accounting standards (referred to as Ind AS), the Group adopted optional exemption to consider carrying values as deemed cost on date of transition to Ind AS.
- (ii) Certain assets have been pledged with Banks for term loans taken by the Holding Company. Refer note 20 for details of assets pledged.
- (iii) Assets acquired during business combination represent assets purchased as part of Tango IT Solutions Private Limited acquisition and have been measured at fair value as of acquisition date. For details, refer note 45A.
- (iv) Assets acquired during business combination represent assets purchased as part of Ownadays Inc acquisition and have been measured at fair value as of acquisition date. For details, refer note 45B.



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Notes to the consolidated financial statements for the year ended 31 March 2024  
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**3B Capital work-in-progress**

	As at 31 March 2024	As at 31 March 2023
Capital work-in-progress	708.34	1,337.42
	<b>708.34</b>	<b>1,337.42</b>

**Notes:**

(i) Capital work in progress ageing schedule for the year ended as on 31 March 2024 and 31 March 2023 is as follows:

As at 31 March 2024	Amount in CWIP for a period of			Total
CWIP	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	527.88	160.26	20.21	708.34
As at 31 March 2023	Amount in CWIP for a period of			Total
CWIP	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	1,155.27	181.75	0.40	1,337.42

(ii) The Group does not have any capital-work-in-progress, whose completion is overdue or has exceeded its cost compared to its original plan.

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3C Investment Property

Particulars	Right to use asset	Office equipment	Furniture and fixtures	Leasehold improvements	Total
<b>Gross Block</b>					
As at 01 April 2022	3,664.97	134.25	146.01	247.83	4,193.06
Additions during the year	3,036.82	174.91	191.19	283.20	3,686.12
Disposals	120.35	2.41	5.77	10.51	139.04
<b>As at 31 March 2023</b>	<b>6,581.44</b>	<b>306.75</b>	<b>331.43</b>	<b>520.52</b>	<b>7,740.14</b>
As at 01 April 2023	6,581.44	306.75	331.43	520.52	7,740.14
Additions during the year	3,257.26	248.73	256.69	390.75	4,153.43
Disposals	73.28	4.00	8.95	11.28	97.51
<b>As at 31 March 2024</b>	<b>9,765.42</b>	<b>551.48</b>	<b>579.17</b>	<b>899.99</b>	<b>11,796.06</b>
<b>Accumulated depreciation</b>					
As at 01 April 2022	225.02	11.68	12.71	18.42	267.84
Depreciation charge for the year	574.08	36.09	36.32	54.43	700.92
Disposals	18.61	0.09	0.08	0.22	19.00
<b>As at 31 March 2023</b>	<b>780.49</b>	<b>47.68</b>	<b>48.95</b>	<b>72.63</b>	<b>949.76</b>
As at 01 April 2023	780.49	47.68	48.95	72.63	949.76
Depreciation charge for the year	955.53	73.98	55.15	114.77	1,199.43
Disposals	11.39	0.75	2.06	2.24	16.44
<b>As at 31 March 2024</b>	<b>1,724.63</b>	<b>120.90</b>	<b>102.04</b>	<b>185.16</b>	<b>2,132.75</b>
<b>Net carrying amounts</b>					
At 31 March 2023	5,800.95	259.07	282.48	447.89	6,790.38
At 31 March 2024	8,040.79	430.58	477.14	714.83	9,663.31

Notes:

(i) Fair Value of Investment property

Particulars	As at 31 March 2023	As at 31 March 2023
Fair Value	9,663.31	6,790.38

The investment property represents leased properties and further given on sublease. The Holding Company has not engaged registered valuer for the fair valuation of investment property, it has been computed by using Discounted cash flows method relating to the lease rentals for the remaining period of lease term. The lease cash flows receivable from such properties have been discounted at the market rate of interest of 7.12% to 9.27% (31 March 2023: 6.1% to 9.27%) as at reporting date.

(ii) Details of income and expense relating to investment property

Particulars	For year ended 31 March 2024	For year ended 31 March 2023
Rental income	1,431.19	839.67
Direct operating expenses		
- Finance cost	586.65	382.54
- Depreciation	1,199.43	700.91
<b>Loss arising from investment properties before indirect expenses</b>	<b>(354.89)</b>	<b>(243.78)</b>

(iii) For detailed accounting policy for investment property, refer note 2.

(iv) For right to use assets other than classified as investment property, refer note 36.



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4A Intangible assets & Goodwill

Particulars	Brands	Franchisee Agreements	Non-compete Agreement	Software	Trademarks and patents	Total	Goodwill
<b>Cost</b>							
<b>Gross Block</b>							
As at 01 April 2022	-	-	-	34.30	1.19	35.49	10.87
Additions during the year	-	-	-	81.17	1.59	82.76	-
Adjustment due to business acquisition (refer note 45B)	8,006.22	1,211.45	335.41	49.17	-	9,602.25	18,611.71
Disposals	-	-	-	-	-	-	-
Translation difference	373.27	52.14	14.44	2.70	-	442.55	-
<b>As at 31 March 2023</b>	<b>8,379.49</b>	<b>1,263.59</b>	<b>349.85</b>	<b>167.33</b>	<b>2.78</b>	<b>10,163.05</b>	<b>18,622.58</b>
<b>As at 01 April 2023</b>	<b>8,379.49</b>	<b>1,263.59</b>	<b>349.85</b>	<b>167.33</b>	<b>2.78</b>	<b>10,163.05</b>	<b>18,622.58</b>
Additions during the year	-	-	-	29.34	1.20	30.54	-
Adjustment due to business acquisition (refer note 45A)	-	-	-	29.35	8.30	37.65	51.25
Disposals	-	-	-	0.71	-	0.71	-
Translation difference	60.37	9.14	2.53	9.42	-	81.46	0.00
<b>As at 31 March 2024</b>	<b>8,439.86</b>	<b>1,272.73</b>	<b>352.38</b>	<b>234.73</b>	<b>12.28</b>	<b>10,311.99</b>	<b>18,673.83</b>
<b>Accumulated amortization</b>							
As at 01 April 2022	-	-	-	27.46	0.83	28.29	-
Amortization for the year	2.85	320.47	35.84	19.30	1.17	379.63	-
Disposals	-	-	-	-	-	-	-
Translation difference	0.12	13.79	1.54	0.49	-	15.94	-
<b>As at 31 March 2023</b>	<b>2.97</b>	<b>334.27</b>	<b>37.38</b>	<b>47.25</b>	<b>2.00</b>	<b>423.86</b>	<b>-</b>
<b>As at 01 April 2023</b>	<b>2.97</b>	<b>334.27</b>	<b>37.38</b>	<b>47.25</b>	<b>2.00</b>	<b>423.87</b>	<b>-</b>
Amortization for the year	4.46	501.25	56.06	37.32	1.02	600.11	-
Disposals	-	-	-	0.36	-	0.36	-
Translation difference	1.71	192.34	21.51	(1.88)	-	213.68	-
<b>As at 31 March 2024</b>	<b>9.14</b>	<b>1,027.86</b>	<b>114.95</b>	<b>82.33</b>	<b>3.02</b>	<b>1,237.30</b>	<b>-</b>
<b>Net carrying amounts</b>							
As at 31 March 2023	8,376.52	929.32	312.47	120.09	0.78	9,739.19	18,622.58
As at 31 March 2024	8,430.72	244.87	237.43	152.41	9.26	9,074.69	18,673.83

Notes:

- Upon transition to Indian accounting standards (referred to as Ind AS), the Group adopted optional exemption to consider carrying values as deemed cost on date of transition to Ind AS.
- Assets acquired during business combination represent assets purchased as part of Tango IT Solutions Private Limited acquisition and have been measured at fair value as of acquisition date. For details, refer note 45A.
- Assets acquired during business combination during previous year represent assets purchased as part of acquisition of Owndays Inc and have been measured at fair value as of acquisition date. For details, refer note 45B.
- The goodwill and brand (with indefinite life) are tested for impairment annually and based on such testing, no provision towards impairment has been considered necessary in each of the year presented. Further based on Management assessment there is no trigger for impairment as on March 31, 2024



4B Intangible assets under development

As at	
31 March 2024	31 March 2023
-	1.53
-	1.53

Intangible assets under development

Intangible assets under development ageing schedule for the year ended as on 31 March 2024 and 31 March 2023 is as follows:

As at 31 March 2024	Amount in intangible assets under development for a period of			Total
	Less than 1 year	1-2 years	2-3 years	
Intangible assets under development	-	-	-	-
Projects in progress	-	-	-	-
<b>As at 31 March 2023</b>				
Intangible assets under development	1.53	-	-	1.53
Projects in progress	-	-	-	-

The Group does not have any intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

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5 Investments

5A Investments accounted for using the equity method

Investment in equity shares

Joint Venture - unquoted

51% interest (31 March 2023 - 51%) in Baofeng Framkart Technology Limited (refer note 4b)  
 Nil (31 March 2023 - 1,12,50,000) shares of Owndays India Private Limited (refer note (iv))

Associate - unquoted

Nil (31 March 2023 - 65,753) shares of common class of Tango IT Solutions India Private Limited (refer note (vi))  
 240 shares (31 March 2023 - Nil) of Le Petite Lunetier (refer Note (vi))

Investment in Preference shares

Associate - unquoted

33,018 (31 March 2023 - 31,107) Pre Series A Compulsorily Convertible Preference Shares of QuantDuo Technologies Private Limited (refer note (v))

	As at 31 March 2024	As at 31 March 2023
	40.86	36.02
	-	-
	82.72	36.88
	142.22	113.65
	<b>265.80</b>	<b>236.35</b>

5B Investments in equity shares carried at fair value through profit and loss

Investment in equity shares - unquoted

Others (at fair value through Profit or loss) - unquoted

10 (31 March 2023 - 10) equity shares of Tam Optics Inc., USA

Investment in preference shares - unquoted

Others (at fair value through Profit or loss) - unquoted

886 (31 March 2023 - 886) Series A1 Compulsorily Convertible Preference Shares of Adloid Technologies Private Limited (refer note (i))

207 (31 March 2023 - Nil) Series C Compulsorily Convertible Preference Shares of Thinkerbell Labs Pvt. Ltd. (refer note (ii))  
 16,87,435 (31 March 2023 - 16,87,435) preference share of Thinoptics Inc., USA (refer note (iii))

Other investments - unquoted

4% convertible promissory note of TamOptics Inc., USA

	#	#
	80.65	74.20
	1.87	3.73
	62.48	49.26
	2.67	2.67
	<b>150.67</b>	<b>129.86</b>
	150.67	129.86
	461.63	383.65

Aggregate amount of unquoted investments

Aggregate cost of investments

Notes:

- (i) The Holding Company had invested in 886 Series A1 Compulsorily Convertible Preference Shares of Adloid Technologies Private Limited ("Adloid"). The change during the year represents fair value change.
- (ii) During the previous year, the Holding Company has invested in 207 Series C Compulsorily Convertible Preference Shares at a price of Rs. 17,403 per share of Thinkerbell Labs Pvt. Ltd. The change during the year represents the fair value change.
- (iii) During the previous year, Thinoptics has issued 16,87,435 preference shares to the Holding company in lieu of the promissory notes held by the Company. The change during the year represents fair value change.
- (iv) During the year, the Holding company had sold its investment in Owndays India Private Limited for a consideration of Rs 24.55 million, recognising gain of Rs 24.55 million in the consolidated statement of profit & loss.
- (v) The Holding Company had invested in 31,107 Pre Series A Compulsorily Convertible Preference Shares of QuantDuo Technologies Private Limited ("QuantDuo"). This investment provides the Holding Company significant influence over key decision making thereby, QuantDuo had been classified as an associate as at 31 March 2023. During the year, the company has received 1,911 equity shares in lieu of advisory services. Refer note 47B for further details.
- (vi) The Holding Company held 65,753 equity shares of Tango IT Solutions India Private Limited ("Tango") of INR 10 each, fully paid-up. During the year, the holding company has acquired balance 674,664 equity shares for consideration of Rs 72.09 million and increased its shareholding from 30.03% to 100%. Thus it has been considered as a subsidiary from an associate. Refer Note 45A for further details.
- (vii) During the year, Neso Brands Pvt Limited has invested in 240 Equity Shares of Le Petite Lunetier for 17% stake.  
 # Rs. 308 (2023 - Rs 308) in absolute rupees.
- (viii) All the investments consists of fully paid up shares.

5C Current

Investments in mutual funds (at fair value through profit and loss) - Quoted

Bandhan CRISIL IBX Gilt June 2027 Index Fund Direct Plan - Growth (31 March 2024 - 100,722,952.49 units, 31 March 2023 - 105,608,576.11 units)

SHI CPSE Bend Plus SDI - Sep 2026 50:50 Index Fund - Direct (31 March 2024 - 105,608,576.11 units, 31 March 2023 - 105,608,576.11 units)

ICICI Prudential Corporate Bond Fund Direct Plan Growth (31 March 2024 - 42,260,390.92 units, 31 March 2023 - 42,260,390.92 units)

Aditya Birla Sun Life Corporate Bond Fund - Growth - Direct Plan (31 March 2024 - 11,505,063.03 units, 31 March 2023 - 11,505,063.03 units)

Edelweiss Nifty PSU Bond Plus SDI - Apr 2026 Index Fund - Direct Plan Growth (31 March 2024 - 72,261,817.84 units, 31 March 2023 - 72,261,817.84 units)

Bandhan/IDFC Banking & PSU Debt Fund-Direct Plan-Growth (31 March 2024 - 35,590,575.61 units, 31 March 2023 - 35,590,575.61 units)

ICICI Prudential Short Term Fund - Direct Plan - Growth (31 March 2024 - 9,196,075.68 units, 31 March 2023 - 9,196,075.68 units)

Nippon India Short Term Fund - Direct Growth Plan Growth Option (31 March 2024 - 10,507,164.17 units, 31 March 2023 - 10,507,164.17 units)

Kotak Bond Fund (Short term) - Direct Plan - Growth (31 March 2024 - Nil units, 31 March 2023 - 5,137,584.97 units)

Aditya Birla Sun Life Saving Funds - Growth-Direct Plan (31 March 2024 - Nil units, 31 March 2023 - 368,305.67 units)

Aditya Birla Sun Life Money Manager Fund - Growth- Direct Plan (31 March 2024 - Nil units, 31 March 2023 - 419,684.65 units)

Axis Money Market Fund - Direct Plan - Growth (31 March 2024 - 403,337.00 units, 31 March 2023 - 2832.94 units)

NRI Savings Fund - Direct Plan - Growth (31 March 2024 - 3840,111.73 units, 31 March 2023 - Nil)

HSBC Liquid Fund Direct Plan - Growth (31 March 2024 - 194,755.56 units, 31 March 2023 - Nil)

Axis Liquid Fund-Direct Plan - Growth (31 March 2024 - 191,291.36 units, 31 March 2023 - Nil)

	As at 31 March 2024	As at 31 March 2023
	1,182.10	1,099.95
	1,179.38	1,099.95
	1,189.44	1,099.95
	1,187.84	1,099.95
	857.94	789.96
	815.20	759.96
	541.75	499.98
	540.10	499.98
	-	215.18
	-	173.20
	-	132.70
	529.17	3.45
	155.70	-
	923.85	-
	513.37	-
	<b>9,615.64</b>	<b>7,514.21</b>
	9,615.64	7,514.21
	9,025.57	7,508.00

Aggregate value of unquoted investment in mutual funds

Aggregate cost of investments



6 Other non-current financial assets

Unsecured, considered good	
Security deposits	
Lease receivables	
Bank deposits due to mature after 12 months of the reporting date*	
Other fixed deposits with Non-Banking Financial Institutions (at amortised cost) - unquoted	
Unsecured, considered doubtful	
Security deposits - credit impaired	
Impairment allowance	
Security deposits - credit impaired	

\*Represents amount of Rs. 73.34 million (31 March 2023: Rs. 181.28 million) pledged in favor of various Government authorities and security given for term loans taken by the Holding Company.

	As at 31 March 2024	As at 31 March 2023
	1,874.10	1,535.17
	102.02	128.46
	357.47	326.91
	1,275.34	181.28
	1.71	3.50
	(1.71)	(3.50)
	<u>3,608.93</u>	<u>2,171.82</u>

7 Other current financial assets

Receivable from marketplace (refer note (i))	
Other receivables (refer note (ii))	
Security deposits	
Lease receivables	
Bank deposits due to mature within 12 months of the reporting date (refer note (iii))	
Other fixed deposits with Non-Banking Financial Institutions (at amortised cost) - unquoted (refer note (iii))	

Notes:

- (i) Represents receivable for amount collected by the marketplace provider on behalf of the Holding Company from the customer.  
(ii) The above includes Rs 26.57 million (31 March 2023: Rs Nil) receivables from related party (refer note 40)  
(iii) Represents Deposits of Rs. 6.97 million (31 March 2023: Rs. 4,144.65 million) held by the Company are pledged with financial institutions against loans taken by the Holding Company.

	As at 31 March 2024	As at 31 March 2023
	2,041.51	2,211.03
	197.21	86.15
	180.12	181.43
	56.01	65.99
	953.66	5,848.10
	858.67	2,351.82
	<u>4,287.18</u>	<u>10,744.52</u>

8 Tax assets

Non-current	
Advance income tax (net of provisions)	

	As at 31 March 2024	As at 31 March 2023
	315.43	314.67
	<u>315.43</u>	<u>314.67</u>

9 Other non-current assets

Considered good	
Capital advances (unsecured, considered good)	
Amount paid under protest (refer note 35)	
Prepaid expenses	
Considered doubtful	
Capital advances - credit impaired	
Impairment allowance	
Capital advances - credit impaired	

	As at 31 March 2024	As at 31 March 2023
	181.34	377.21
	212.31	213.46
	40.98	32.69
	434.63	623.36
	2.95	2.95
	(2.95)	(2.95)
	<u>434.63</u>	<u>623.36</u>

10 Inventories

At lower of cost and net realisable value	
Traded goods (refer note (i))	
Raw materials (refer note (ii))	
Consumables	
Tools	
Work in progress	
Store and spare parts	
Finished Goods (refer note (iii))	

Notes:

- (i) Traded goods includes goods in transit amounting to Rs. 12.34 million (31 March 2023: Rs. 9.10 million).  
(ii) Raw material includes goods in transit amounting to Rs. 240.13 million (31 March 2023: Rs. 449.66 million).  
(iii) Finished goods includes goods in transit amounting to Rs. 39.06 million (31 March 2023: 41.83 million).

	As at 31 March 2024	As at 31 March 2023
	1,663.46	1,166.08
	4,977.73	4,761.60
	87.05	99.19
	9.35	8.99
	26.35	11.25
	37.29	21.16
	79.56	43.62
	<u>6,880.79</u>	<u>6,111.89</u>

11 Trade receivables

Trade receivables (Unsecured, considered good)	
Trade receivables - credit impaired (Unsecured, considered doubtful)	
Impairment allowance (allowance for bad and doubtful debts)	
Trade receivables - credit impaired	

	As at 31 March 2024	As at 31 March 2023
	3,413.95	2,810.70
	55.79	86.89
	3,469.74	2,897.59
	(55.79)	(86.89)
	<u>3,413.95</u>	<u>2,810.70</u>



The trade receivable ageing schedule for the year ended as on 31 March 2024 and 31 March 2023\* is as follows:

Particulars	Not due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivable - considered good	2,152.93	1,256.30	3.97	0.75	-	-	3,413.95
	(1663.40)	(1069.76)	(35.77)	(41.77)	-	-	(2,810.70)
Undisputed trade receivable - credit impaired	-	1.67	3.52	33.20	9.64	7.76	55.79
	-	-	(86.47)	-	-	(0.42)	(86.89)
Disputed trade receivable - considered good	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
Disputed trade receivable - credit impaired	-	-	-	-	-	-	-
	-	-	-	-	-	-	-

\*Numbers in bracket pertain to balances outstanding as on 31 March 2023.

- (i) The Group's exposure to credit and currency risks, and loss allowances related to trade receivables are disclosed in note 38(c).  
(ii) No trade receivables are due from directors or other officers of the Holding company either severally or jointly with any other person. Nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.  
(iii) Trade receivables are non-interest bearing in nature.  
(iv) There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

12 Cash and cash equivalents

	As at 31 March 2024	As at 31 March 2023
Cash on hand	21.38	64.16
Balances with scheduled bank in current accounts	2,615.16	3,129.30
Bank deposits with original maturity less than 3 months	384.80	150.10
	<b>3,021.34</b>	<b>3,343.56</b>
<b>Other bank balances</b>		
Bank deposits with original maturity for more than 3 months but less than 12 months	2,971.33	2,110.47
Bank deposits other than above, due to mature within 12 months of the reporting date	953.66	5,848.10
Bank deposits other than above, due to mature after 12 months of the reporting date	357.47	326.91
	<b>4,282.46</b>	<b>8,285.48</b>
<b>Less : Disclosed under</b>		
Other bank balances (refer note 13)	2,971.33	2,110.47
Other financial assets (current) (refer note 7)	953.66	5,848.10
Other financial assets (non-current) (refer note 6)	357.47	326.91
	<b>-</b>	<b>-</b>

13 Bank balance other than cash and cash equivalents

	As at 31 March 2024	As at 31 March 2023
Bank deposits with original maturity for more than 3 months but less than 12 months	2,971.33	2,110.47
Other fixed deposits with Non-Banking Financial Institutions (at amortised cost) - unquoted	2,059.37	4,412.54
	<b>5,030.70</b>	<b>6,523.01</b>

- (i) There are no repatriation restrictions with respect to cash and bank balances as at the end of the reporting year and prior years.  
(ii) Deposits with original maturity for more than three months but less than 12 months of Rs. 642.48 million (31 March 2023: Rs. 484.01 million), held by the Holding Company, are not available for use as these are pledged with Government and other authorities.

14 Other current assets

	As at 31 March 2024	As at 31 March 2023
<b>Considered good</b>		
Balance with government authorities	1,375.28	1,249.06
Advances to suppliers (unsecured)	400.43	583.63
Prepaid expenses*	262.07	227.03
Advances to employees	9.08	3.98
Other receivables	76.57	21.89
	<b>2,123.43</b>	<b>2,085.59</b>
Advances to suppliers - credit impaired	4.32	4.32
<b>Impairment allowance</b>		
Advances to suppliers - credit impaired	(4.32)	(4.32)
	<b>2,123.43</b>	<b>2,085.59</b>

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15A Equity share capital

a) Authorised equity share capital

Equity shares of Rs. 2 each (31 March 2023: Rs. 2 each)  
Equity shares Series A of Rs. 2 each (31 March 2023: Rs. 2 each)  
Equity shares Series B of Rs. 2 each (31 March 2023: Rs. 2 each)

As at 31 March 2024		As at 31 March 2023	
No. of shares	Amount	No. of shares	Amount
9,22,00,000	184.40	9,22,00,000	184.40
10,000	0.02	10,000	0.02
10,000	0.02	10,000	0.02
<b>9,22,20,000</b>	<b>184.44</b>	<b>9,22,20,000</b>	<b>184.44</b>

b) Issued, subscribed and fully paid-up equity shares

Equity shares of Rs. 2 each (31 March 2023: Rs. 2 each)  
At the beginning of the year  
Add: Shares issued  
At the end of the year

As at 31 March 2024		As at 31 March 2023	
No. of shares	Amount	No. of shares	Amount
7,64,26,098	152.85	7,64,26,098	152.85
6,60,992	1.32	-	-
<b>7,70,87,090</b>	<b>154.17</b>	<b>7,64,26,098</b>	<b>152.85</b>

Equity shares Series A of Rs. 2 each (31 March 2023: Rs. 2 each)  
At the beginning of the year  
At the end of the year

1,410	#	1,410	#
<b>1,410</b>	<b>#</b>	<b>1,410</b>	<b>#</b>

Equity shares Series B of Rs. 2 each (31 March 2023: Rs. 2 each)  
At the beginning of the year  
At the end of the year

4,124	0.01	4,124	0.01
<b>4,124</b>	<b>0.01</b>	<b>4,124</b>	<b>0.01</b>
<b>7,70,92,624</b>	<b>154.18</b>	<b>7,64,31,632</b>	<b>152.86</b>

# Rs. 2,820 in absolute rupees.

c) Rights, preferences and restrictions attached to equity shares

The Holding Company has equity shares having a par value of Rs. 2 per share. Each shareholder is eligible to one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Holding Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. In the event of liquidation, the equity shareholders are entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Rights, preferences and restrictions attached to equity shares Series A

The Holding Company has equity shares Series A having a par value of Rs. 2 per share. Each shareholder is eligible to one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in Annual General Meeting, except in case of interim dividend. The voting rights of an equity Series A shareholder on a poll (not on show of hands) are in proportion to its share of paid equity capital of the Holding Company. Voting rights cannot be exercised in respect of the shares on which any calls or other sums presently payable have not been paid. In the event of liquidation, equity shareholders are entitled to receive remaining assets of the Holding Company after distribution of preferential amount) in the proportion of equity shares Series A held by the shareholders.

e) Rights, preferences and restrictions attached to equity shares Series B

The Holding Company has equity shares Series B having a par value of Rs. 2 per share. Each shareholder is eligible to one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in Annual General Meeting, except in case of interim dividend. The voting rights of an equity Series B shareholder on a poll (not on show of hands) are in proportion to its share of paid equity capital of the Holding Company. Voting rights cannot be exercised in respect of the shares on which any calls or other sums presently payable have not been paid. In the event of liquidation, equity shareholders are entitled to receive remaining assets of the Holding Company after distribution of preferential amount) in the proportion of equity shares Series B held by the shareholders.

f) Terms attached to stock options granted to employees are described in note 34 (D) regarding employee share based payments.

g) Equity shares of Holding Company held by each shareholder holding more than 5% shares\*

Name of shareholders

Equity shares of Rs. 2 each (31 March 2023: Rs. 2 each)

Platinum Owl C 2018 RSC Limited, acting in its capacity as trustee of Platinum Jasmine A 2018 Trust  
Peyush Bansal  
Neha Bansal  
KKR - Birdseye View Holdings Pte Ltd  
Stead view Capital Mauritius Ltd  
PI opportunities fund- II

Name of shareholders	As at 31 March 2024		As at 31 March 2023	
	No. of shares	% holding	No. of shares	% holding
Platinum Owl C 2018 RSC Limited, acting in its capacity as trustee of Platinum Jasmine A 2018 Trust	1,40,58,793	18.24%	1,40,58,793	18.40%
Peyush Bansal	72,65,364	9.42%	76,30,613	9.98%
Neha Bansal	72,77,673	9.44%	75,86,457	9.93%
KKR - Birdseye View Holdings Pte Ltd	76,95,578	9.98%	76,95,578	10.07%
Stead view Capital Mauritius Ltd	60,81,766	7.89%	60,81,766	7.96%
PI opportunities fund- II	24,89,187	3.23%	68,47,392	8.96%
Equity shares Series A of Rs. 2 each (31 March 2023: Rs. 2 each)				
PI opportunities fund- II	705	50.00%	705	50.00%
TR Capital II LP	705	50.00%	705	50.00%
Equity shares Series B of Rs. 2 each (31 March 2023: Rs. 2 each)				
PI opportunities fund- II	810	19.64%	810	19.64%
TR Capital II LP	810	19.64%	810	19.64%
Utilizer Alternative Venture LLP (formerly known as Utilizer)	1,252	30.36%	1,252	30.36%
Stead view Capital Mauritius Ltd	951	23.06%	951	23.06%

\* The disclosure is based on the legal ownership of the shares held as at the year end.



h) Details of shares held by promoters

Name of promoters	As at 31 March 2024			As at 31 March 2023		
	No. of shares	% holding	% change during the year	No. of shares	% holding	% change during the year
Equity shares of Rs. 2 each (31 March 2023: Rs. 2 each)						
Pevush Bansal	72,65,364	9.42%	-4.79%	76,30,613	9.98%	-2.09%
Noha Bansal	72,77,673	9.44%	-4.07%	75,86,457	9.93%	-2.11%
Amit Chaudhary	8,71,051	1.13%	-2.60%	8,94,261	1.17%	-15.43%
Sumeet Kapali	8,30,029	1.08%	-2.65%	8,52,595	1.12%	-16.06%

i) The Company has neither issued equity shares pursuant to contract without payment being received in cash or any bonus shares nor has there been any buy-back of shares in the current year and five years immediately preceding the balance sheet date.

15B Instruments entirely equity in nature

a) Authorized preference share capital

0.001% (31 March 2023: 0.001%) Cumulative Compulsorily Convertible Preference Shares-Series A of Rs. 2 each	95,20,000	19.04	95,20,000	19.04
0.001% (31 March 2023: 0.001%) Cumulative Compulsorily Convertible Preference Shares-Series B of Rs. 2 each	96,70,000	19.34	96,70,000	19.34
0.001% (31 March 2023: 0.001%) Cumulative Compulsorily Convertible Preference Shares-Series C2 of Rs. 2 each	30,000	0.06	30,000	0.06
0.001% (31 March 2023: 0.001%) Cumulative Compulsorily Convertible Preference Shares-Series D of Rs. 2 each	1,21,50,000	24.30	1,21,50,000	24.30
0.001% (31 March 2023: 0.001%) Cumulative Compulsorily Convertible Preference Shares-Series E of Rs. 2 each	38,20,000	7.64	38,20,000	7.64
0.001% (31 March 2023: 0.001%) Cumulative Compulsorily Convertible Preference Shares-Series F of Rs. 2 each	1,20,00,000	24.00	1,20,00,000	24.00
0.001% (31 March 2023: 0.001%) Cumulative Compulsorily Convertible Preference Shares-Series G of Rs. 2 each	2,30,00,000	46.00	2,30,00,000	46.00
0.001% (31 March 2023: 0.001%) Compulsorily Convertible Non-cumulative Preference Shares Class I of Rs. 2 each	6,00,00,000	120.00	6,00,00,000	120.00
0.001% (31 March 2023: 0.001%) 0.001% Compulsorily Convertible Cumulative Preference Shares-Series H of Rs. 2 each	1,00,00,000	20.00	1,00,00,000	20.00
0.001% (31 March 2023: 0.001%) Compulsorily Convertible Cumulative Preference Shares-Series I of Rs. 2 each	93,50,000	18.70	93,50,000	18.70
0.001% (31 March 2023: 0.001%) Compulsorily Convertible Cumulative Preference Shares-Series II of Rs. 2 each	65,00,000	13.00	65,00,000	13.00
0.001% (31 March 2023: 0.001%) Compulsorily Convertible Non Cumulative Preference Shares Class 2 of Rs. 10 each	6,00,000	6.00	6,00,000	6.00
0.001% (31 March 2023: Nil) Compulsorily Convertible cumulative Preference Shares-Series I2 of Rs. 2 each	80,00,00,000	1,600.00	-	-
	<b>95,66,40,000</b>	<b>1,918.08</b>	<b>15,66,40,000</b>	<b>318.08</b>

	As at 31 March 2024		As at 31 March 2023	
	No. of shares	Amount	No. of shares	Amount
	95,20,000	19.04	95,20,000	19.04
	96,70,000	19.34	96,70,000	19.34
	30,000	0.06	30,000	0.06
	1,21,50,000	24.30	1,21,50,000	24.30
	38,20,000	7.64	38,20,000	7.64
	1,20,00,000	24.00	1,20,00,000	24.00
	2,30,00,000	46.00	2,30,00,000	46.00
	6,00,00,000	120.00	6,00,00,000	120.00
	1,00,00,000	20.00	1,00,00,000	20.00
	93,50,000	18.70	93,50,000	18.70
	65,00,000	13.00	65,00,000	13.00
	6,00,000	6.00	6,00,000	6.00
	80,00,00,000	1,600.00	-	-
	<b>95,66,40,000</b>	<b>1,918.08</b>	<b>15,66,40,000</b>	<b>318.08</b>

b) Issued, subscribed and fully paid-up preference shares

0.001% Cumulative Compulsorily Convertible Preference Shares-Series A of Rs. 2 each				
At the beginning of the year	73,78,505	14.76	73,78,505	14.76
At the end of the year	73,78,505	14.76	73,78,505	14.76
0.001% Cumulative Compulsorily Convertible Preference Shares-Series B of Rs. 2 each				
At the beginning of the year	96,65,660	19.33	96,65,660	19.33
At the end of the year	96,65,660	19.33	96,65,660	19.33
0.001% Cumulative Compulsorily Convertible Preference Shares-Series D of Rs. 2 each				
At the beginning of the year	93,75,488	18.75	93,75,488	18.75
At the end of the year	93,75,488	18.75	93,75,488	18.75
0.001% Cumulative Compulsorily Convertible Preference Shares-Series E of Rs. 2 each				
At the beginning of the year	38,11,068	7.62	38,11,068	7.62
At the end of the year	38,11,068	7.62	38,11,068	7.62
0.001% Cumulative Compulsorily Convertible Preference Shares-Series F of Rs. 2 each				
At the beginning of the year	61,43,623	12.29	61,43,623	12.29
At the end of the year	61,43,623	12.29	61,43,623	12.29
0.001% Cumulative Compulsorily Convertible Preference Shares-Series G of Rs. 2 each				
At the beginning of the year	2,29,76,465	45.95	2,29,76,465	45.95
At the end of the year	2,29,76,465	45.95	2,29,76,465	45.95
0.001% Compulsorily Convertible cumulative Preference Shares-Series H of Rs. 2 each				
At the beginning of the year	54,67,911	10.94	54,67,911	10.94
At the end of the year	54,67,911	10.94	54,67,911	10.94

	No. of shares	Amount	No. of shares	Amount
	73,78,505	14.76	73,78,505	14.76
	73,78,505	14.76	73,78,505	14.76
	96,65,660	19.33	96,65,660	19.33
	96,65,660	19.33	96,65,660	19.33
	93,75,488	18.75	93,75,488	18.75
	93,75,488	18.75	93,75,488	18.75
	38,11,068	7.62	38,11,068	7.62
	38,11,068	7.62	38,11,068	7.62
	61,43,623	12.29	61,43,623	12.29
	61,43,623	12.29	61,43,623	12.29
	2,29,76,465	45.95	2,29,76,465	45.95
	2,29,76,465	45.95	2,29,76,465	45.95
	54,67,911	10.94	54,67,911	10.94
	54,67,911	10.94	54,67,911	10.94



Lenskart Solutions Private Limited

CIN : U33100DL2008PTC178355

Notes to the consolidated financial statements for the year ended 31 March 2024

(All amounts in Rs. in million unless otherwise stated)

**0.001% Compulsorily Convertible cumulative Preference Shares-Series I of Rs. 2**

At the beginning of the year	66,50,933	13,30	-	-
Add: Shares issued	-	-	66,50,933	13,30
At the end of the year	66,50,933	13,30	66,50,933	13,30

**0.001% Compulsorily Convertible cumulative Preference Shares-Series II of Rs. 2**

At the beginning of the year	51,80,069	10,36	-	-
Add: Shares issued	-	-	51,80,069	10,36
Less: Conversion into equity	(4,42,650)	(0.89)	-	-
At the end of the year	47,37,419	9.47	51,80,069	10,36

**0.001% Compulsorily Convertible Non-cumulative Preference Shares-Class I of Rs.**

At the beginning of the year	89,68,849	17.94	89,68,849	17.94
At the end of the year	89,68,849	17.94	89,68,849	17.94

**0.001% Compulsorily Convertible Cumulative Preference Shares - Series I2 of Rs.**

At the beginning of the year	-	-	-	-
Add: Shares issued	74,67,86,003	1,493.57	-	-
At the end of the year	74,67,86,003	1,493.57	-	-

**c) Issued, subscribed and partly paid-up preference shares**

**0.001% Compulsorily Convertible Non-cumulative Preference Shares-Class 2 of**

**Rs. 10 each (partly paid Rs 2 each)**

At the beginning of the year	5,65,783	1.13	5,65,783	1.13
Add: Full paid up during the year	-	4.53	-	-
At the end of the year	5,65,783	5.66	5,65,783	1.13

**Total**

	83,25,27,707	1,669.58	8,61,84,354	172.37
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**d) Rights, preferences and restrictions attached to preference shares**

The Holding Company has Compulsorily convertible preference shares (CCPS) having a par value of Rs. 2 per share (other than CCPS Class 2 of Rs 10 each). Preference shares carry a preferential right as to dividend over equity shareholders. Dividend on cumulative preference shares is not declared for a financial year, the entitlement thereto is carried forward to the next year. The preference shares are entitled to one vote per share at meetings of the Holding Company on any resolutions of the Holding Company directly affecting their rights. In the event of liquidation, preference shareholders have a preferential right over equity shareholders to be repaid to the extent of capital paid-up and dividend in arrears on such shares. And all the preferred rights as stipulated in under Articles 8 of Articles of Association (AOA).

The preference shares carry a dividend of 0.001% per annum. The rate of dividend is reduced to 0.001% per annum from 8% per annum earlier w.e.f. 29 March 2018. The dividend rights are cumulative. The preference shares rank ahead of the equity shares in the event of a liquidation. The presentation of these shares is explained in the summary of significant accounting policy.

During the year ended 31 March 2018, the preference shares holders have waived their right to receive cumulative preference dividend of 8% per annum accrued till 31 March 2018 pursuant to amendment to the shareholders agreement.

**e) Term of conversion of preference shares**

0.001% (31 March 2023: 0.001%) Compulsorily Convertible Cumulative Preference Shares of the Company, having a nominal value of Rs. 2 each (other than CCPS Class 2 of Rs 10 each) of which shall be entitled to be converted into Equity Shares at the earliest of the following events in the manner stipulated under Articles 11 and AOA:

**Series A**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series A Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from 4 October 2011 in the manner stipulated under Articles 11 of AOA;

**Series B**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series B Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the 6 February 2013;

**Series C2**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series C2 Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the 22nd March, 2016;

**Series D**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series D Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the 2nd May, 2016;

**Series E**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series E Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the 2nd September, 2016;

**Series F**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series F Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the 16th September, 2019;

**Series G**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series G Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the 20th December, 2019;

**Series H**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series H Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the 26th July, 2021;



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**Series I**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series I Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the date of issuance of shares. The below table provides the details w.r.t issuance of shares:

Number of shares	Date of Allotment
36,41,646	13-01-2022
3,64,165	30-04-2022
3,64,165	16-05-2022
99,782	01-06-2022
10,53,882	08-06-2022
82,300	17-06-2022
5,65,956	07-07-2022
4,79,037	06-08-2022

**Series II**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series II Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the date of issuance of shares. The below table provides the details w.r.t issuance of shares:

Number of shares	Date of Allotment
5,46,249	17-11-2022
4,42,650	17-11-2022
4,42,650	18-11-2022
4,42,650	23-12-2022
33,05,870	29-03-2023

**Series I2**

One business day immediately preceding the filing of the Red Herring Prospectus in connection with a qualified IPO; or The exercise of an option by the Preference Shares Series I2 Shareholders in respect of either the full or a part of the Preference Shares; or Not later than 15 years from the date of issuance of shares. The conversion ratio is 112956/100 (100 equity share for 112956 Series I2 CCPS subject to the terms and conditions of the definitive agreement/s executed by the Company including the SHA).

**Class 1**

The CCPS shall be convertible into Equity Shares (as defined in the Articles) in the ratio of 10:1 (for every 10 CCPS held, 1 Equity Share to be issued) provided that the same are converted within 2 (two) months from the date of issuance of the CCPS ("Cut-off Date"). In the event, the CCPS are not converted before the Cut-off Date, then conversion ratio of the CCPS shall be subject to the adjustments approved by the Shareholders on 14th August, 2019.

**Class 2**

The CCPS shall be convertible into Equity Shares (as defined in the Articles) in the ratio of:

- (i) 1:1 (for every 1 CCPS held, 1 Equity Share to be issued) in the event either domestic or international expansion target has been achieved on or before 30th September, 2022
- (ii) 1:3 (for every 1 CCPS held, 3 Equity Share to be issued) in the event both domestic and international expansion target has been achieved on or before 30th September, 2022
- (iii) 4:1 (for every 4 CCPS held, 1 Equity Share to be issued) in the event neither domestic nor international expansion target has been achieved on or before 30th September, 2022

at the option of the holder of CCPS at any time prior to 20 years; automatically, 5 days prior to expiry of 20 years; automatically, 5 days prior to occurrence of an exit event, liquidation or winding up of the Holding Company. This conversion is subject to CCPS being fully paid and holders attending and participating in the discussions of the Shareholders of the Holding Company until 30th September, 2022.

**f) Shares in the CCPS of Holding Company held by each shareholder holding more than 5% shares**

	As at 31 March 2024		As at 31 March 2023	
	No. of shares	% holding	No. of shares	% holding
<b>Preference shares - Series A of Rs. 2 each (31 March 2023: Rs. 2 each)</b>				
PI Opportunities Fund-II	45,73,282	61.98%	45,73,282	61.98%
SVF II Lightbulb (Cayman) Limited	17,04,015	23.09%	17,04,015	23.09%
Platinum Owl C 2018 RSC Limited, acting in its capacity as trustee of Platinum Jasmine A 2018 Trust	7,33,508	9.94%	7,33,508	9.94%
<b>Preference shares - Series B of Rs. 2 each (31 March 2023: Rs. 2 each)</b>				
Unilazer Alternative Venture LLP (formerly known as Unilazer Ventures)	48,32,830	50.00%	48,32,830	50.00%
TR Capital III Mauritius II	17,28,303	17.88%	17,28,303	17.88%
TR Capital III Mauritius	14,67,125	15.18%	14,67,125	15.18%
Platinum Owl C 2018 RSC Limited, acting in its capacity as trustee of Platinum Jasmine A 2018 Trust	13,73,592	14.21%	13,73,592	14.21%
<b>Preference shares - Series D of Rs. 2 each (31 March 2023: Rs. 2 each)</b>				
Macritchie Investments Pte. Ltd	45,24,986	48.26%	-	0.00%
Alpha Wave Ventures LP	26,96,783	28.76%	-	0.00%
SVF II Lightbulb (Cayman) Limited	16,04,208	17.11%	16,04,208	17.11%
International Finance Corporation (IFC)	-	0.00%	72,21,769	77.03%
<b>Preference shares - Series E of Rs. 2 each (31 March 2023: Rs. 2 each)</b>				
PI Opportunities Fund-II	19,05,534	50.00%	19,05,534	50.00%
Platinum Owl C 2018 RSC Limited, acting in its capacity as trustee of Platinum Jasmine A 2018 Trust	19,05,534	50.00%	19,05,534	50.00%
<b>Preference shares - Series F of Rs. 2 each (31 March 2023: Rs. 2 each)</b>				
Kedaara Capital Fund II LLP	32,74,605	53.30%	43,88,302	71.43%
Kedaara Capital Fund III LLP	15,59,175	25.38%	-	0.00%
Kedaara Norfolk	13,09,843	21.32%	17,55,321	28.57%
<b>Preference shares - Series G of Rs. 2 each (31 March 2023: Rs. 2 each)</b>				
SVF II Lightbulb (Cayman) Limited	2,29,76,465	100.00%	2,29,76,465	100.00%



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**Preference shares - Series H of Rs. 2 each (31 March 2023: Rs. 2 each)**

Alpha Wave Ventures LP	36,45,274	66.67%	-	-
Baycapital	12,15,091	22.22%	12,15,091	22.22%
Falcon Edge	-	-	36,45,274	66.67%

**Preference shares - Series I of Rs. 2 each (31 March 2023: Nil)**

Alpha Wave Ventures II LP	36,41,646	54.75%	36,41,646	54.75%
Aventus Future Leaders Fund II	10,53,882	15.85%	10,53,882	15.85%
Epiq Capital II	8,28,112	12.45%	8,28,112	12.45%
Macritchie Investments Pte. Ltd	5,65,956	8.51%	5,65,956	8.51%
Ravi Modi Family Trust	4,79,037	7.20%	4,79,037	7.20%

**Preference shares - Series II of Rs. 2 each (31 March 2023: Nil)**

Platinum Owl C 2018 RSC Limited, acting in its capacity as trustee of Platinum Jasmine A 2018 Trust	33,05,870	69.78%	33,05,870	63.82%
DSP Fund India	5,46,249	11.53%	5,46,249	10.55%
Axis Growth Avenues AIF - I	4,42,650	9.34%	4,42,650	8.55%
Chiratae Ventures	4,42,650	9.34%	4,42,650	8.55%
State Bank of India	-	-	4,42,650	8.55%

**Preference shares - Series I2 of Rs. 2 each (31 March 2023: Nil)**

Dove Investments Limited	62,24,56,463	83.35%	-	-
Defati Investments Holding D.V	6,91,60,700	9.26%	-	-
Infinity Partners	5,51,68,840	7.39%	-	-

**Preference shares - Class1 of Rs. 2 each (31 March 2023: Rs. 2 each)**

Peyush Bansal	39,50,143	44.04%	39,50,143	44.04%
Neha Bansal	39,43,044	43.96%	39,43,044	43.96%
Amit Chaudhary	5,37,831	6.00%	5,37,831	6.00%
Sumeet Kapahi	5,37,831	6.00%	5,37,831	6.00%

**Preference shares - Class2 of Rs. 10 each (31 March 2023: Rs. 10 each) (partly paid Rs 2 each)**

Peyush Bansal	2,49,924	44.17%	2,49,924	44.17%
Neha Bansal	2,48,901	43.99%	2,48,901	43.99%
Amit Chaudhary	33,950	6.00%	33,950	6.00%
Sumeet Kapahi	33,008	5.83%	33,008	5.83%

**g) Details of shares held by promoters**

Name of promoters	As at 31 March 2024			As at 31 March 2023		
	No. of shares	% holding	% change during the year	No. of shares	% holding	% change during the year
<b>Preference shares - Class1 of Rs. 2 each (31 March 2023: Rs. 2 each)</b>						
Peyush Bansal	39,50,143	44.04%	-	39,50,143	44.04%	-
Neha Bansal	39,43,044	43.96%	-	39,43,044	43.96%	-
Amit Chaudhary	5,37,831	6.00%	-	5,37,831	6.00%	-
Sumeet Kapahi	5,37,831	6.00%	-	5,37,831	6.00%	-
<b>Preference shares - Class2 of Rs. 10 each (31 March 2023: Rs. 10 each) (partly paid Rs 2 each)</b>						
Peyush Bansal	2,49,924	44.17%	-	2,49,924	44.17%	-
Neha Bansal	2,48,901	43.99%	-	2,48,901	43.99%	-
Amit Chaudhary	33,950	6.00%	-	33,950	6.00%	-
Sumeet Kapahi	33,008	5.83%	-	33,008	5.83%	-

g) The Company has neither issued preference shares pursuant to contract without payment being received in cash or any bonus shares nor has there been any buy-back of shares in the current year and five years immediately preceding the balance sheet date.



16 Other equity

	As at 31 March 2024	As at 31 March 2023
<b>I Retained earnings</b>		
Opening balance		
Less: (Loss) for the year	(12,640.44)	(11,954.56)
Less: Transferred from other comprehensive loss	(174.61)	(679.85)
Less: Appropriations during the year*	(39.66)	-
<b>Balance at the end of the year</b>	<b>(12,868.12)</b>	<b>(12,640.44)</b>
<b>II Securities premium</b>		
Opening balance	56,543.01	41,080.35
Add: Premium received on issuance of 0.001% Compulsorily Convertible cumulative Preference Shares-Series I	-	13,876.65
Add: Premium received on issuance of 0.001% Compulsorily Convertible cumulative Preference Shares-Series II	-	11,692.08
Add: Premium received on issue of shares on ESOP's	70.72	-
Add: 0.001% Compulsorily Convertible Non-cumulative Preference Shares-Class 2 of Rs. 10 each	672.32	-
<b>Balance at the end of the year</b>	<b>57,386.08</b>	<b>66,643.04</b>
<b>III Share options outstanding account</b>		
Opening balance	116.56	75.06
Less: Transferred to securities premium for options exercised during the year	(23.52)	-
Add: ESOP's issued to employees of subsidiary company	1.52	-
Add: Expense for employee stock options accounted at fair value	62.17	41.96
Less: Options settled in cash during the year*	(10.19)	-
<b>Balance at the end of the year</b>	<b>147.04</b>	<b>116.96</b>
<b>IV Treasury Shares</b>		
Opening Balance	-	-
Less: Purchase of equity shares by ESOP Trust during the year	(64.99)	-
<b>Balance at the end of the year</b>	<b>(64.99)</b>	<b>-</b>
<b>Other comprehensive income</b>		
<b>V Remeasurement of post employment benefit obligation</b>		
Opening balance	-	-
Less: Remeasurement loss of post employment benefit plan	(13.41)	(6.03)
Add: Transferred to retained earnings	13.41	6.03
<b>Balance at the end of the year</b>	<b>-</b>	<b>-</b>
<b>VI Foreign currency translation reserve</b>		
Opening balance	293.28	(21.47)
Add: Movement during the year (refer note "m" below)	(224.20)	314.75
<b>Balance at the end of the year</b>	<b>69.08</b>	<b>293.28</b>
<b>Total (I+II+III+IV+V+VI)</b>	<b>54,669.10</b>	<b>54,412.85</b>

\*During the year, the Holding Company has settled ESOP options, the amount paid for settlement was in excess of the reserve that was carried in the books as on the date of settlement. The amount in excess has been transferred from the retained earnings as required by Ind AS 102.

**Nature and purpose of reserves**

(i) **Securities premium**

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) **Share options outstanding account**

The Holding Company has established various equity-settled share-based payment plans for certain categories of employees of the Holding Company. Refer to Note 33 (D) for further details on these plans.

(iii) **Foreign currency translation reserve**

This reserve is created due to changes in historic rates and closing rates of assets and liabilities of foreign subsidiaries.

(iv) **Retained earnings**

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement less (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

(v) **Treasury Shares**

This represents cost incurred by the Holding Company to purchase its own equity shares from secondary market through the Holding Company's ESOP trust for issuing the shares to the eligible employees on exercise of stock options.

17 **Non-controlling interest**

	As at 31 March 2024	As at 31 March 2023
Opening balance	959.79	-
Add: Acquisition of non-controlling interest due to business acquisition (refer note 45)	-	962.09
Add: Share of profit for the year	73.07	42.28
Less: Reduction of non-controlling interest due to sale of stake in subsidiary	-	(54.69)
Add: Share of movement in foreign currency translation during the year (refer note 16(ii))	33.78	10.11
<b>Balance at the end of the year</b>	<b>1,066.64</b>	<b>959.79</b>

18 **Provisions**

A **Non-current provisions**

	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits	82.95	60.55
Provision for gratuity (refer note 33)	28.15	22.56
Provision for compensated absences (refer note 33)	548.09	539.95
Provision for asset reconstruction obligation	659.19	623.06



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**Information related to provision for asset retirement obligations:**

The Group has taken space on lease for running stores and is under an obligation to restore the site at the end of lease period. For the purpose of same Appendix A to Ind AS 16, "Property, Plant and Equipment" states measurement of Property, plant and equipment to include initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. The Group has estimated the cost of dismantling based on independent bids received from open market and discounted at the rates prevailing at each period end date.

Particulars	As at	As at
	31 March 2024	31 March 2023
Opening balance	539.95	15.34
Adjustment due to business acquisition (refer note 45B)	-	457.52
Change during the year	49.10	43.38
Translation differences	(40.97)	23.71
Closing balance	548.09	539.95

**B Current provisions**

Particulars	As at	As at
	31 March 2024	31 March 2023
Provision for employee benefits:		
Provision for gratuity (refer note 35)	75.90	51.75
Provision for compensated absences (refer note 33)	188.83	147.59
Provision for asset reconstruction obligation	35.80	-
Provision for warranty:	214.26	225.40
	514.79	424.54

**Information related to provision for warranty:**

The Group offers one year warranty on eyeglass and sunglass. Warranty costs on sale of goods are provided on the basis of management's estimate of the expenditure to be incurred during the unexpired period. Provision is made for the estimated liability in respect of warranty costs in the year of recognition of revenue and is included in the Statement of Profit and Loss. The estimates used for accounting for warranty costs are reviewed periodically and revisions are made as and when required.

Particulars	As at	As at
	31 March 2024	31 March 2023
Opening balance	225.56	30.11
Adjustment due to business acquisition (refer note 45)	-	76.23
Change during the year	116.06	119.31
Less: Provision utilised during the year	(118.58)	-
Translation differences	(8.78)	(0.98)
Closing balance	214.26	225.56

**19 Other non-current liabilities**

Particulars	As at	As at
	31 March 2024	31 March 2023
Contract liabilities	110.14	171.15
Government grant (refer note 50)	359.18	262.29
	469.32	433.45

**20 Borrowings**

**A Non-current**

Particulars	As at	As at
	31 March 2024	31 March 2023
<b>Secured</b>		
Term loan from banks	1,025.88	2,829.51
<b>Unsecured</b>		
Term loan from banks	1,655.20	3,108.56
	2,681.08	5,938.07

**Notes:**

- (i) Details of security of long term borrowings for the Holding Company for the year ended 31 March 2024:
- (A) Term loan from HDFC Bank Limited with maturity date of June 01, 2029 outstanding to Rs 1,196.13 million (31 March 2023: Rs 1,242.72 million), which includes current maturities of Rs 170.25 (31 March 2023: Rs 47.66 million) and processing fees netted of Rs 2.84 million (31 March 2023: Rs 3.91 million) is secured by first charge on
- All Borrower's immovable properties (owned and/or leased, together with all structures and appurtenances thereon, pertaining to the Project present and future, located at Bhiwadi Rajasthan;
  - All Borrower's tangible movable assets, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, pertaining to the project (including existing Plant and Machinery at Gurgaon Plant;
  - (i) all the rights, title, interest, benefits, claims and demands whatsoever of Borrower in Project Documents, as amended, varied or supplemented from time to time; (ii) all the rights, title, interest, benefits, claims and demands whatsoever of Borrower in the clearances in respect of the Project; (iii) all the rights, title, interest, benefits, claims and demands whatsoever of Borrower in any letter of credit, guarantee (including contractor guarantees), performance bonds provided by any party under Project Documents present and future; and (iv) all the rights, titles, interests, benefits, claims and demand whatsoever of Borrower in respect of insurance contracts/policies procured by the Borrower or procured by any of its contractors favoring the Borrower for the Project Insurance Proceeds in respect of the Project, present and future;
  - A first charge by way of hypothecation on escrow account, Debt Service Reserve Account (DSRA) and any other reserves stipulated by Lender as applicable.
- (B) Term loan from State Bank of India (SBI) outstanding to Rs Nil (31 March 2023: Rs 1,490.29 million), which includes current maturities of Rs Nil (Rs 55.84 million) and processing fees netted of Rs Nil (31 March 2023 Rs 4.31 million) is secured by
- first passu charge by way of mortgage over the Project site, together with all super-structures, construction thereof, easements, right to way and appurtenances thereon, both present and future;
  - first passu charge by way of hypothecation all the present and future tangible moveable assets including all fixed assets, equipment, plant, machinery, tools, fixtures, fittings, spare parts, accessories, any accessories, alterations, other merchandise and whatsoever being movable properties now or at anytime hereafter belonging to the Borrower or at the disposal of Borrower and now or at any time hereafter lying, stored or to be stored or brought into or upon or in course of transit to the Borrower's factory or premises or at any other place whatsoever and where so ever in his possession and occupation or at any other premises or place;
  - exclusive charge by way of hypothecation over the DSRA and all the moneys lying to the credit of DSRA or liable to be credited to DSRA.
- The above security shall be shared on pari-passu basis inter se all the Lenders. Further the above term loan was fully repaid during the current year and hence no charge exist as of 31 March 2024.
- (ii) Terms of repayment and interest rate for the Holding Company year ended 31 March 2024
- The rate of interest for secured loans ranges from 7.65% to 8.63% (2022-23: 7.40% to 8.95%);
  - The Future annual repayment obligations on principal amount for the term loan borrowing of Rs. 1,196.13 million are as under:

Particulars	Less than 1 year	1-5 year	>5 year	Total
	Total gross	170.25	967.59	61.13
Less: Impact of recognition of borrowings at amortised cost using effective interest method				2.84
Total (net)				1,196.13



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- (iii) Terms of repayment for the Owndays Inc (entire group) year ended 31 March 2024.
- The rate of interest for loans ranges from 0.5% to 6.875% ( 2022-23 : 0.5% to 6.875%)
  - The borrowings are unsecured in nature.
  - The Future annual repayment obligations on principal amount for the term loan borrowing of Rs. 2,949.34 million are as under

Particulars	Less than 1 year	1-5 year	>5 year	Total
Owndays Inc. (I)	122.81	462.32	188.52	773.65
Owndays Inc. (OR)	1,119.50	910.92	-	2,030.42
Owndays Hong Kong Limited	51.89	109.14	-	161.03
Owndays Downunder Pty Ltd	4.60	36.16	-	40.76
<b>Total</b>	<b>1,298.80</b>	<b>1,518.54</b>	<b>188.55</b>	<b>3,005.89</b>

- (iv) There are no charges or satisfaction which are to be registered with Registrar of Companies beyond the statutory period.

**B. Current**

**Secured loans from banks and financial institutions**

Current maturities of long term borrowings (refer note 20A(i))

Loan repayable on demand (from banks and financial institutions)

Working capital term loan

- Bank overdraft

1,469.05

2,468.75

549.00

821.11

425.24

**2,290.46**

**3,434.01**

**Notes:**

- (i) There are no non cash transactions done during the year and previous year which are part of movement of bank overdraft during the year
- (ii) The Group has borrowings from banks on the basis of security of fixed deposits at an interest rate ranged from 7% to 10.05% p.a. (2022-23 : 3.92% to 9%). The Holding Company is not required to file quarterly returns or statements of current assets with banks and financial institutions
- (iii) There are no non cash transactions done during the year and previous year which are part of movement of bank overdraft during the year
- (iv) The Holding Company has the following sanctioned limits available with the financial institutions :-

Name of Financial Institution	Type	As at 31 March 2024	As at 31 March 2023
ICICI Bank	Bank Overdraft	50.00	50.00
Yes Bank	Bank Overdraft	500.00	150.00
CITI Bank	Bank Overdraft	Nil	50.00
HDFC Bank	Bank Overdraft	71.00	300.00
The Hongkong and Shanghai Banking Corporation Limited	Bank Overdraft	80.00	80.00
Bajaj Finance Limited	Short term loan	Nil	750.00
HDFC Limited	Short term loan	Nil	2,120.00

- (v) Reconciliation of liabilities arising from financing activities:

	Long-term borrowings (including current maturities)	Short-term borrowings (excluding bank overdraft)	Total
<b>As at 01 April 2022</b>			
<b>Cash flows:</b>			
Proceeds from borrowings	5,006.99	1,530.00	6,536.99
Adjustment due to business acquisition (refer note 45)	2,708.96	766.42	3,475.38
Repayment of borrowings	(8.18)	(1249.12)	(1257.30)
<b>Non-cash:</b>			
Impact of initial transaction costs	(8.85)	-	(8.85)
Impact of amortised cost adjustment for borrowings	0.63	-	0.63
<b>As at 31 March 2023</b>	<b>7,699.55</b>	<b>1047.30</b>	<b>8,746.85</b>
<b>Cash flows:</b>			
Proceeds from borrowings	802.21	384.11	1,186.32
Adjustment due to business acquisition (refer note 45)	-	-	-
Repayment of borrowings	(4576.21)	(851.74)	(5,427.95)
<b>Non-cash:</b>			
Impact of amortised cost adjustment for borrowings	5.38	-	5.38
Foreign Currency Translation	(921.30)	569.52	(351.78)
<b>As at 31 March 2024</b>	<b>3,009.64</b>	<b>1,140.49</b>	<b>4,150.13</b>
Refer note 37 for movement of lease liabilities			

**21 Trade payables**

Total outstanding dues of micro enterprises and small enterprises (MSME) (refer note 43)

Total outstanding dues of creditors other than micro enterprises and small enterprises

The Group's exposure to currency risks are disclosed in note 38.

The trade payable ageing schedule for the year ended as on 31 March 2024 and 31 March 2023\* is as follows:

Particulars	Accruals	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	104.81	137.51	10.71	0.84	1.81	255.71
	(65.49)	(21.47)	(0.84)	(1.84)	-	(89.64)
Others	787.96	3,664.82	111.50	283.46	58.21	4,905.95
	(2,070.98)	(2,944.64)	(648.90)	(9.85)	(8.32)	(5,682.69)
Disputed Dues - MSME	-	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-	-

\*Numbers in bracket pertain to balances outstanding as on 31 March 2023.



**22 Other financial liabilities**

**A Non-current**

Consideration payable against share acquisition

As at 31 March 2024	As at 31 March 2023
4,423.92	4,403.91
<b>4,423.92</b>	<b>4,403.91</b>

Deferred consideration represents the amount payable against a put option executed by Company's subsidiary - Lenskart Pvt. Limited in favour of existing shareholder for 7.7% of the share capital of Owndays Inc. Such consideration has been accounted as financial liability under Ind AS 109. It is measured at fair value on acquisition date and subsequently as fair value through statement of profit and loss. Refer note 37 for further disclosure.

**B Current**

Employee benefits payable

Capital creditors

ESOP financial liability\*

Retention money payable

Interest accrued but not due on borrowings

Refund liabilities

Derivative liability measured at fair value through profit or loss

346.41	280.74
447.03	258.75
22.17	-
112.55	234.49
7.98	141.68
84.15	35.97
-	0.26
<b>1,020.29</b>	<b>951.89</b>

\*ESOP financial liability denotes the amount which is yet to be paid to the employee (i.e. ESOP option holder) in lieu of the ESOP options settled during the year by the Holding Company.

**23 Other current liabilities**

Statutory dues:

- Sales tax payable

- TDS payable

- Provident fund payable

- VAT/GST payable

- Other statutory dues payable

Government grant (refer note 50)

Contract liabilities

As at 31 March 2024	As at 31 March 2023
49.48	138.50
100.03	102.67
43.80	66.69
77.15	60.26
45.58	47.40
1,602.77	1,043.38
<b>1,918.81</b>	<b>1,458.90</b>

**23B Current Tax Liabilities (net of advance tax)**

313.96	302.82
<b>313.96</b>	<b>302.82</b>



## 24 Revenue from operations

	Year ended 31 March 2024	Year ended 31 March 2023
<b>Revenue from operations (refer note 41)</b>		
<b>Sale of goods</b>		
- Sale of prescription eyewear	46,733.58	32,519.97
- Sale of other goods	4,929.41	3,578.21
<b>Sale of services</b>		
-Membership fee	660.39	509.82
-Training Fees	167.57	170.62
-Service fee	204.88	133.48
-Home eye check-up income	12.81	13.56
<b>Other operating revenue</b>		
-Lease income (refer note 36B)	1,463.34	860.63
-Customer support fees	76.87	68.94
-Sale of scrap	18.98	18.05
-Website licence fee	7.25	6.72
-Others	1.95	0.28
	<b>54,277.03</b>	<b>37,880.28</b>

## Notes:

- (i) Sale of goods includes sale of manufactured and traded goods. These include prescription eyewear, sunglasses, contact lenses and accessories.  
(ii) Refer note 41 & 42 for details.

## 25 Other income

	Year ended 31 March 2024	Year ended 31 March 2023
<b>Interest income:</b>		
-on fixed deposits	820.39	659.48
-on financial assets carried at amortised cost	25.49	23.34
-income tax refund	0.68	-
- others	4.98	0.82
Gain on redemption/ fair valuation of mutual fund units	641.43	199.88
Gain on sale /fair value change of non-current investments carried at fair value through profit or loss (net)	27.11	28.58
Foreign exchange gain (net)	29.87	296.20
Grant income	34.75	39.68
Management support service fee	10.76	13.55
Duty drawback	0.47	1.96
Gain on termination of lease	6.63	8.98
Rent concession	0.74	-
Miscellaneous income	218.39	126.99
	<b>1,821.69</b>	<b>1,399.46</b>

## 26 Cost of materials consumed

	Year ended 31 March 2024	Year ended 31 March 2023
<b>Raw material consumed</b>		
Inventory at the beginning of the year	4,761.60	1,714.55
Add: Adjustment due to business purchase (refer note 45)	-	1,069.57
<b>Adjusted Inventory at the beginning of the year</b>	<b>4,761.60</b>	<b>2,784.11</b>
Add: Purchases (net)	14,308.34	12,636.50
Less- Inventory at the end of the year	4,977.73	4,761.60
Less- Inventory disposed as a result of disposal of subsidiary	-	40.88
<b>Cost of raw material consumed during the year</b>	<b>14,092.21</b>	<b>10,618.13</b>
<b>Consumable consumed</b>		
Inventory at the beginning of the year	99.19	49.57
Add: Purchases (net)	910.23	688.94
Less- Inventory at the end of the year	87.05	99.19
<b>Cost of consumable consumed during the year</b>	<b>922.37</b>	<b>639.32</b>
<b>Tools consumed</b>		
Inventory at the beginning of the year	8.99	11.81
Add: Purchases (net)	47.02	33.35
Less- Inventory at the end of the year	9.35	8.99
<b>Cost of tools consumed during the year</b>	<b>46.66</b>	<b>36.17</b>
<b>Work in progress</b>		
Inventory at the beginning of the year	11.25	-
Add: Adjustment due to business purchase (refer note 45B)	-	16.08
<b>Adjusted Inventory at the beginning of the year</b>	<b>11.25</b>	<b>16.08</b>
Less- Inventory at the end of the year	26.35	11.25
Less- Inventory disposed as a result of disposal of subsidiary	-	0.06
	<b>(15.10)</b>	<b>4.76</b>



**Finished goods**

Inventory at the beginning of the year	43.62	24.16
Less- Inventory at the end of the year	79.56	43.62
	<u>(35.94)</u>	<u>(19.46)</u>
Translation difference	<u>(180.78)</u>	<u>49.11</u>
<b>Total consumption</b>	<b>14,829.42</b>	<b>11,328.03</b>

**26A Purchase of stock in trade**

	Year ended 31 March 2024	Year ended 31 March 2023
Purchase of traded goods	3,473.70	2,673.82
	<u>3,473.70</u>	<u>2,673.82</u>

**26B Changes in inventory of traded goods**

	Year ended 31 March 2024	Year ended 31 March 2023
<b>Opening Balance</b>		
Traded goods (including goods in transit)	1,161.94	489.18
Consumables	-	5.47
Adjustment due to business acquisition (refer note 45)	-	327.76
<b>Closing Balance</b>		
Traded goods (including goods in transit)	1,663.46	1,166.08
Translation difference	40.20	(22.92)
	<u>(541.72)</u>	<u>(320.75)</u>

**27 Employee benefits expense**

	Year ended 31 March 2024	Year ended 31 March 2023
Salaries, wages and bonus	9,936.03	6,576.49
Contribution to provident and other funds (refer note 33C)	492.22	321.97
Gratuity (refer note 33A)	37.92	31.76
Share based payments to employees (refer note 33D)	62.17	41.90
Staff welfare	336.57	203.16
	<u>10,864.91</u>	<u>7,175.58</u>

**28 Depreciation and amortization expense**

	Year ended 31 March 2024	Year ended 31 March 2023
Depreciation of property, plant and equipment (refer note 3A)	1,519.25	853.79
Depreciation of investment property (refer note 3C)	1,199.43	700.91
Amortization of intangible assets (refer note 4)	600.40	379.64
Amortization & Impairment of Right-of-use assets (refer note 36)	3,403.32	2,241.19
	<u>6,722.40</u>	<u>4,175.53</u>

**29 Finance costs**

	Year ended 31 March 2024	Year ended 31 March 2023
Interest on		
- Long term borrowings	321.47	187.99
- Cash credit and short term borrowings	17.95	60.05
- lease liabilities	887.04	584.53
- MSME	3.43	0.21
	<u>1,229.89</u>	<u>832.78</u>



**30 Other expenses**

	Year ended 31 March 2024	Year ended 31 March 2023
Marketing and promotion expenses	3,521.06	2,938.36
Commission & incentive expense	7,614.68	5,833.79
Consumption of store and spares	226.00	208.72
Information technology support expenses	1,023.47	752.06
Office maintenance and security expenses	127.53	68.65
Legal and professional fees	652.63	612.40
Postage and courier expenses	796.39	605.93
Contractual labour	697.37	556.98
Marketplace fee	443.93	298.04
Rent (refer note 36)	1,080.83	595.03
Travel and conveyance	446.71	299.72
Communication	194.12	140.76
Electricity and water	377.82	204.96
Repair and maintenance - others	227.58	137.88
Insurance	78.75	54.56
Staff recruitment and training	146.15	120.22
Payment and Collection charges	499.41	299.21
Rates and taxes	106.17	80.62
Printing and stationary	37.26	32.16
Bank Charges	5.14	-
Provision for warranty (refer note 18B)	117.69	118.31
Foreign exchange loss (net)	195.71	-
Fair value loss on financial liabilities at fair value through profit or loss (net)	20.00	309.02
(Gain)/ loss on sale of property, plant and equipment	69.34	1.59
Impairment of trade receivables	-	56.46
Provision for doubtful debt & advances	28.15	0.69
Loss on account of recognition/derecognition	0.75	-
Fair value changes of derivative contracts	-	0.26
Loss on impairment of investment in subsidiaries	24.14	-
Asset written off	32.69	-
Miscellaneous	125.87	59.37
	<u>18,917.34</u>	<u>14,385.75</u>

**31 Loss per share (LPS)**

The calculation of basic loss per share has been based on the following profit attributable to ordinary shareholders and weighted-average number of ordinary shares outstanding.

Diluted LPS amounts are calculated by dividing the profit attributable to equity holders of the Holding Company (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted LPS computations:

	Year ended 31 March 2024	Year ended 31 March 2023
(Loss) attributable to equity shareholders (A)	(101.54)	(637.57)
Effect of dilution		
(Loss) attributable to equity shareholders after adjusting the effect of dilution (B)	<u>(101.54)</u>	<u>(637.57)</u>
<b>Weighted-average number of equity shares</b>		
Number of equity shares and CCPS outstanding at the beginning of the year	16,26,15,986	15,07,84,984
Add: Weighted average number of equity shares issued (includes exercise of stock options)*	6,30,155	65,85,413
<b>Weighted-average number of equity shares in calculating Basic and Diluted LPS (C)</b>	<u>16,32,46,141</u>	<u>15,73,70,397</u>
Nominal value per equity shares	2.00	2.00
Loss per share - basic/diluted (A/C) (Rs.)*	0.62	4.05

\*In view of losses for the year, the options which are anti-dilutive has been ignored in the calculation of diluted loss per share. Accordingly there is no variation between basic and diluted loss per share.



32 Income tax

Reconciliation of tax expense and accounting profit

	Year ended 31 March 2024	Year ended 31 March 2023
<b>Tax expense</b>		
Income tax expense	593.22	242.25
Income tax expense relating to previous period	(26.04)	8.47
Deferred tax charge/(credit)	124.67	(624.91)
Tax expense recognised in statement of profit and loss	<u>691.85</u>	<u>(374.19)</u>
<b>Accounting profit before tax</b>	<b>602.78</b>	<b>(971.00)</b>
Tax at applicable tax rate	726.67	(251.04)
Tax effect of items not deductible in determining taxable profit	39.10	39.87
Impact of income taxed at differential rate	0.96	0.67
Effect of tax related to previous year (Income Tax)	-	8.47
Effect of deferred tax created on timing differences for earlier years	-	(625.39)
Effect of different tax rates in foreign jurisdictions	173.99	421.19
Unrecognised deferred tax on losses	(185.83)	-
Effect of permanent differences	(5.00)	-
Others	(58.03)	32.04
	<u>691.85</u>	<u>(374.19)</u>
Difference	-	-

Deferred tax

	Balance sheet		Statement of Profit and loss	
	As at 31 March 2024	As at 31 March 2023	Year ended 31 March 2024	Year ended 31 March 2023
<b>Deferred tax assets</b>				
Carried forward business losses and depreciation	2.89	175.52	(172.63)	5.90
Contract Liabilities	159.91	133.47	26.43	133.47
Lease liabilities	227.13	118.40	108.73	118.40
Property, plant and equipment, ROU and intangible assets	106.98	121.67	(14.69)	121.67
Provision for employee benefits	32.40	25.45	6.95	25.45
Provision for warranty	22.42	18.77	3.65	18.77
Other timing differences	39.46	78.86	(39.39)	69.20
<b>Deferred tax liabilities</b>				
Business acquisition (refer note 45)	(1,510.34)	(1,637.77)	127.43	(43.04)
Change in fair value of investments	(146.61)	(4.18)	(142.43)	175.10
<b>Deferred tax charge/ (credit)*</b>	<u>(1,065.77)</u>	<u>(969.83)</u>	<u>(95.94)</u>	<u>624.91</u>

Deferred Tax Classification basis different foreign tax jurisdiction

	As at 31 March 2024	As at 31 March 2023
Deferred Tax Assets pertaining to entities which are incorporated in India	324.64	553.57
Deferred Tax Assets pertaining to entities which are incorporated outside India	119.93	106.84
Deferred Tax Liabilities pertaining to entities which are incorporated outside India	(1,510.34)	(1,630.24)
	<u>(1,065.77)</u>	<u>(969.83)</u>

a) During the previous year ended 31 March 2023, the Holding Company for the first time had recognised deferred tax on all timing differences (including carry forward business losses and unabsorbed depreciation).

b) The subsidiary Company Lenskart Singapore Pte Ltd and its subsidiaries except for the Owndays group has recognised deferred tax only to the extent that it is probable that profit will be available against which they can be used. The existence of unabsorbed tax losses and depreciation is an evidence that future taxable profits may not be available. Therefore, in the case of history of recent losses, the subsidiary company referred above recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profits will be available against which such deferred tax asset can be realised tax benefit will be realised. Deferred tax assets (recognised or unrecognised) are reviewed at each reporting date and recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised. In view of this, deferred tax asset has not been recorded on the unutilised business losses and depreciation.

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33 Employee benefit obligations

Particulars	As at 31 March 2024		As at 31 March 2023	
	Current	Non-current	Current	Non-current
Provision for gratuity	75.90	82.95	51.75	60.55
Provision for compensated absences	188.83	28.15	147.39	22.56
<b>Total</b>	<b>264.73</b>	<b>111.10</b>	<b>199.14</b>	<b>83.11</b>

A Gratuity- Unfunded

The Group has a unfunded defined benefit gratuity plan for qualifying employees. The scheme provide for lump sum payment to vested employees at retirement, death while in employment or on termination of employment. Vesting occurs upon completion of five year of services. Every employee who has completed five years or more of services, gets a gratuity on departure at 15 days basic salary (last drawn) for each completed year of service on terms not less favourable than the provisions of the payment of Gratuity Act, 1972.

The following tables summaries the components of net benefit expense recognized in the Statement of Profit and Loss and the status and amounts recognized in the balance sheet for the plan.

Disclosure of gratuity

(i) Amount recognised in the statement of profit and loss is as under:

Description	Year ended 31 March 2024	Year ended 31 March 2023
Current service cost	37.42	28.87
Interest cost	5.29	2.89
Actuarial loss recognised during the year	13.41	6.03
<b>Amount recognised in the statement of profit and loss</b>	<b>56.12</b>	<b>25.70</b>

(ii) Movement in the liability recognised in the balance sheet is as under:

Description	Year ended 31 March 2024	Year ended 31 March 2023
Present value of defined benefit obligation as at the start of the year	112.30	58.43
Adjustment due to business acquisition (refer note 45)	-	28.27
Current service cost	37.42	28.87
Interest cost	5.29	2.89
Actuarial loss recognised during the year	13.41	5.34
Liability transferred	1.33	(0.71)
Benefits paid	(10.90)	(10.80)
<b>Present value of defined benefit obligation as at the end of the year</b>	<b>158.85</b>	<b>112.30</b>

(iii) Breakup of actuarial loss: (Included in OCI)

Description	Year ended 31 March 2024	Year ended 31 March 2023
Actuarial loss/(gain) on arising from change in financial assumption	0.12	(4.11)
Actuarial loss on arising from experience adjustment	13.29	10.14
<b>Total actuarial loss</b>	<b>13.41</b>	<b>6.03</b>

(iv) Actuarial assumptions

Description	Year ended 31 March 2024	Year ended 31 March 2023
Discount rate	7.10%	7.15%
Retirement age	58 years	58 years
Employee attrition rate	40%	40%
Rate of increase in compensation	7%	7%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market

(v) Sensitivity analysis for gratuity liability

Description	As at 31 March 2024	As at 31 March 2023
<b>Impact of the change in discount rate</b>		
Present value of obligation at the end of the year	158.85	100.21
- Impact due to increase of 1 %	(2.67)	(3.59)
- Impact due to decrease of 1 %	2.88	3.78
<b>Impact of the change in salary increase</b>		
Present value of obligation at the end of the year	158.85	100.21
- Impact due to increase of 1 %	2.55	2.91
- Impact due to decrease of 1 %	(2.41)	(3.40)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied which was applied while calculating the defined benefit obligation liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to prior period.

(vi) Maturity profile of defined benefit obligation (undiscounted)

As at 31 March 2024, the weighted average duration of defined benefit obligation (based on discounted cashflow) was 2 years (31 March 2023: 2 years)

Description	As at 31 March 2024	As at 31 March 2023
Within next 12 months	35.27	25.70
Between 2-5 years	72.01	49.19
Between 6-10 years	17.12	11.07
Beyond 10 years	1.91	1.24

B Compensated absences

The liability for compensated absences cover the Group's liability for Leave (as per group Policy). The amount of the provision presented as current represents the leaves over which the Group does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Group does not expect all employees to take the full amount of accrued leave or require payment within the next twelve months.

Compensated absences	As at 31 March 2024	As at 31 March 2023
Current	188.83	147.39
Non current	28.15	22.56

C Provident fund

Contribution made by Companies in the Group during the year is Rs. 492.22 million (31 March 2023: Rs. 321.97 million).



**D Employee stock option plan**

The Holding Company has instituted an Employee Stock Option Scheme in the year 2012, known as 'VALYOO ESOP 2012'. This Scheme was adopted by the Board of Directors on 9 October 2012. This Scheme was amended in the Extra ordinary General Meeting held on 27 September, 2021 and was also renamed as Lenskart Employee Stock Option Plan, 2021 ("ESOP Scheme"). Subsequent to year end the Holding Company incorporated Employee Stock Option Trust. Total number of options outstanding as on 31 March 2024 are 9,49,115 (31 March 2023: 993,562). These options are convertible into equal number of equity shares of the par value of Rs. 2 each. The scheme has been described below.

Grant month	As at 31 March 2024		As at 31 March 2023	
	Number of options outstanding	Contractual life	Number of options outstanding	Contractual life
Dec-12	10,500	4 years	13,600	4 years
Jul-14	29,640	4 years	30,440	4 years
Oct-14	2,400	4 years	4,000	4 years
Jan-15	-	4 years	6,500	4 years
Jun-15	-	4 years	12,000	4 years
Aug-15	-	4 years	2,800	4 years
Nov-15	50,000	4 years	50,000	4 years
May-16	3,220	4 years	20,220	4 years
Dec-16	8,800	4 years	8,800	4 years
Apr-17	58,893	4 years	1,86,125	4 years
Sep-17	3,000	4 years	3,000	4 years
Dec-17	-	4 years	20,000	4 years
Apr-18	44,600	4 years	55,500	4 years
Dec-18	25,200	4 years	58,180	4 years
Jan-19	20,000	4 years	30,000	4 years
Feb-19	-	4 years	1,200	4 years
Apr-19	1,000	4 years	19,100	4 years
Jul-19	10,000	4 years	10,000	4 years
Aug-19	15,000	4 years	15,000	4 years
Sep-19	18,750	4 years	22,000	4 years
Jan-20	-	4 years	16,000	4 years
May-20	6,325	4 years	6,700	4 years
Jul-20	5,000	4 years	13,000	4 years
Aug-20	2,200	4 years	2,200	4 years
Sep-20	5,000	4 years	5,000	4 years
Oct-20	3,250	4 years	5,000	4 years
Nov-20	1,300	4 years	2,000	4 years
Dec-20	5,600	4 years	22,000	4 years
Jan-21	2,100	4 years	4,000	4 years
Mar-21	2,000	4 years	2,000	4 years
Apr-21	20,000	4 years	20,000	4 years
May-21	1,000	4 years	1,000	4 years
Jul-21	13,000	4 years	13,000	4 years
Aug-21	2,200	4 years	2,200	4 years
Oct-21	18,000	4 years	18,000	4 years
Nov-21	19,689	4 years	29,649	4 years
Dec-21	6,000	4 years	16,000	4 years
Jan-22	16,900	4 years	9,600	4 years
Feb-22	23,000	4 years	25,500	4 years
Apr-22	8,500	4 years	21,500	4 years
May-22	20,000	4 years	27,000	4 years
Jun-22	9,575	4 years	9,575	4 years
Jul-22	16,000	4 years	16,000	4 years
Aug-22	66,773	4 years	68,773	4 years
Sep-22	3,000	4 years	4,500	4 years
Nov-22	5,000	4 years	15,000	4 years
Dec-22	8,500	4 years	15,800	4 years
Jan-23	21,500	4 years	21,500	4 years
Feb-23	900	4 years	3,900	4 years
Mar-23	9,000	4 years	9,000	4 years
Apr-23	43,300	4 years	-	-
May-23	2,000	4 years	-	-
Jun-23	5,000	4 years	-	-
Jul-23	57,200	4 years	-	-
Aug-23	29,250	4 years	-	-
Sep-23	3,150	4 years	-	-
Oct-23	1,05,300	4 years	-	-
Nov-23	1,000	4 years	-	-
Dec-23	30,500	4 years	-	-
Jan-24	21,600	4 years	-	-
Feb-24	24,500	4 years	-	-
Mar-24	4,000	4 years	-	-
	<b>9,49,115</b>		<b>9,93,562</b>	

**Vesting pattern (%)**

The options shall not vest at any time prior to expiry of two years from the date of grant of options, unless otherwise determined by the Board. The vesting schedule of the options would normally be as under:

Description	% to be vested
Cliff* (2 Year anniversary)	
At the end of 1st year from grant date	-
At the end of 2nd year from grant date	40%
At the end of 3rd year from grant date	25%
At the end of 4th year from grant date	35%

\* Cliff is an initial minimum period of service required for any stocks to vest. On completion of this period, vesting occurs for the full cliff period.



**Reconciliation of outstanding share options**

The number and weighted average exercise price of share options under ESOP scheme 2021 are as follows:

Description	31 March 2024		31 March 2023	
	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price
<b>Options outstanding at the beginning of the year</b>	9,93,562	385.82	8,39,614	117.95
Add: New options granted during the year	3,41,500	1,839.00	2,23,548	1,455.76
Less: Exercised during the year	2,18,342	219.70	-	-
-Settled during the year	77,120	645.26	-	-
-Lapsed during the year	90,485	1,231.87	69,600	590.90
<b>Options outstanding at the end of the year</b>	<b>9,49,115</b>	<b>845.17</b>	<b>9,93,562</b>	<b>385.82</b>
Options exercisable at the end of the year	3,70,222	274.06	5,79,890	205.65
Weighted average remaining contractual life of the options outstanding	2.19 years		2.75 years	
Range of exercise price for outstanding options	Rs. 22 to Rs. 1,839 per option		Rs. 22 to Rs. 1,839 per option	

The fair value of options has been measured using Black-scholes option pricing model. Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term. The expected term of the instrument has been based on historical experience and general option holder behaviour.

The fair value of the options and the inputs used in the measurement of the grant-date fair values of options are as follows:

Particulars	Grant period	Year ended 31 March 2024	Year ended 31 March 2023
Weighted average fair value at grant date	01 April 22 to 31 October 22 01 November 22 to 15 January 23 16 January 23 to 31 March 23		512.70 630.00 501.00
	01 April 23 to 19 July 23 20 July 23 to 19 December 23	417.00 505.00	
	20 December 23 to 31 March 24	556.00	
Weighted average share price at grant date	01 April 22 to 31 October 22 01 November 22 to 31 March 23		1,219.75 1,386.82
	01 April 23 to 19 July 23 20 July 23 to 19 December 23	1,387.00 1,511.00	
	20 December 23 to 31 March 24	1,600.00	
Weighted average exercise price at grant date	01 April 22 to 31 October 22 01 November 22 to 31 March 23		1,398.00 1,839.00
	01 April 23 to 19 July 23 20 July 23 to 19 December 23	1,839.00 1,839.00	
	20 December 23 to 31 March 24	1,839.00	
Dividend yield (%)			
Expected life ( number of years)		4 years	4 years
Risk free interest rate (%)		7.30% to 7.40%	7.40%
Expected volatility (%)		37.50% to 38.50%	49.50%

**Expense recognised in the statement of profit and loss**

For details of expense recognised in statement of profit and loss during the year, refer note 27.

E The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.



34 Capital and other commitments:

Particulars	As at 31 March 2024	As at 31 March 2023
a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advance)	512.19	1,183.25
b) Outstanding export obligation to be fulfilled over a period of 6 years, from respective date of import, under the EPCG scheme against import of plant and machinery#	1,470.83	1,211.68

# in the absence of fulfilment of the related export obligation, the group will be liable to pay the amount of duty saved along with interest

35 Contingent liabilities

A. The Holding Company has received a re-assessment order from income tax authorities wherein department noted certain unexplained cash credits for AY 2013-14 amounting to Rs. 192.17 million (31 March 2023: 192.17 million). This has not been acknowledged as claims. Based on internal assessment and independent advice taken from tax experts, the Holding Company is of the view that liability, if any, is not significant. The income tax authorities has deducted Rs 95.74 million (31 March 2023: 96.89 million) from the income tax refundable due to the Holding Company.

B. In previous years, the Holding Company had received reassessment order for AY 2018-19 from the income tax authorities wherein department disallowed software expense, web-hosting expense and service tax credit of Rs.129.15 Mn and AMP expense of Rs. 390.41 Mn. The Company has accepted disallowance of AMP expense of Rs. 390.41 Mn by filing under Vivad se Vishwas Scheme and filed an appeal for disallowance of Rs. 129.15 Mn with the CIT (Appeals). This has not been acknowledged as claims. Based on internal assessment and independent advice taken from tax experts, the Company is of the view that liability, if any, on the Company is not significant.

C. During the year ended 31 March 2023, certain notices were issued to the Holding Company by GST Intelligence Department, requiring the Holding Company to furnish category wise details of the sales made from inception of GST i.e. July 2017 till date, especially w.r.t Zero Power glasses (or 'such glasses'). Such glasses were being sold @ 12% GST, however, the GST authorities are of the view that such spectacles with zero power lenses are taxable @ 18%. Basis legal opinion sought further supported by facts of the case and underlying documents, the management is of the view that zero power glasses are correctly chargeable to GST@12%. To pursue the matter further, the Holding Company has deposited an amount of Rs 105.94 million under protest through utilization of its GST input credit. A refund has been applied in due course, which is being contested through legal action in the court of law. The Holding Company is also currently in discussions with the tax authorities for verification of such amounts paid and closure of the proceedings.

In relation to the same issue, the Holding Company has also deposited Rs 10.63 million which is the differential 6% tax on imports of computer glasses and zero power spectacles done till April 2022 (wherein GST is payable on a self-declaration basis). The Company is currently in discussions with the tax authorities for verification of such amounts paid and closure of the proceedings to also evaluate litigation if needed based on the final outcome of the proceedings.

36 Leases

The Group has lease contracts for various properties (including leasehold land, office buildings and stores) used in the normal course of business.

- Leasehold land is a lease executed with Rajasthan State Industrial Development and Investment Corporation Ltd. ('RIICO') for a period of 99 years.  
- Lease of building generally have lease term between 5 to 15 Years.  
The Group's obligation under its leases are secured by the lessor's title to the leased asset. Such leases are recognised as right to use asset. Further, out of such properties, there are certain property leases further given on sub lease and classified as investment property in the consolidated financial statements.

The Group also has certain leases of building with less than 12 months and certain lease assets with low value. The Group applies the "short term lease" and "lease of low value asset" recognition exemption for these leases.

(A) As Lessee

The changes in the carrying value of Right to Use (ROU) assets for the year ended 31 March 2024 are as follows

Particulars	31 March 2024		31 March 2023	
	Leasehold land	Other leased properties	Leasehold land	Other leased properties
Balance as at beginning of the year	357.50	13,753.20	361.50	4,119.07
Additions	-	6,116.75	-	5,423.96
Adjustment due to business acquisition (refer note 45)	-	-	-	6,346.40
Deletion	-	(73.75)	-	-264.21
Adjustment on account of modification	-	817.58	-	582.45
Exchange Gain / (Loss)	(4.00)	(4,340.46)	(4.00)	(2,788.12)
Depreciation	-	(14.60)	-	(23.14)
Impairment	-	-	-	-
<b>Balance as at the end of the year</b>	<b>353.50</b>	<b>15,831.18</b>	<b>357.50</b>	<b>13,753.20</b>
Of which				
Investment property (refer note 3C other than leasehold improvements, office equipments & furniture and fixtures)	-	8,040.80	-	5,800.95
Right to use asset (Other than classified in note 3C)	353.50	7,790.37	357.50	7,952.25

The aggregate depreciation expense on ROU asset is included under depreciation and amortization expense in the statement of profit and loss

The movement in lease liabilities are as follows:

Particulars	31 March 2024	31 March 2023
Balance as on 01 April	14,411.71	4,228.48
Additions during the year	5,959.08	5,101.28
Adjustment due to business acquisition (refer note 45)	-	6,731.20
Finance cost accrued during the period	877.14	584.52
Translation difference	386.40	408.03
Deletions	(74.13)	366.95
Deletions	(4,773.31)	(3,008.75)
Payment of lease liabilities (including interest)	16,786.89	14,411.71
<b>Balance as on 31 March</b>		
Of which		
Current lease liabilities	3,880.46	3,535.87
Non-Current lease liabilities	12,906.43	10,875.84

The effective interest rate for lease liabilities is 8.07%-10% (31 March 2023: 7.50% - 10%)

The following are the amount recognised in statement of profit or loss

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Depreciation & Impairment of Right-of-use assets	4,344.46	2,792.12
Interest expense on lease liabilities	887.04	584.53
Expense relating to short term lease (Included in other expense)*	1,080.83	595.03
Less: Gain on termination of leases	6.63	8.98
	<b>6,305.70</b>	<b>3,962.70</b>

\*CAM charges are not considered as rent expense for Ind AS 116

Details of the contractual maturity of lease liabilities as at 31 March 2024 and 31 March 2023 on an undiscounted basis are as follows

Particulars	As 31 March 2024	As 31 March 2023
Not later than one year	4,571.53	4,075.82
Later than one year but not later than five years	10,773.06	8,948.28
Later than five years	4,843.75	11,028.41

(B) Operating leases - As Lessor

The Group has certain properties given on sublease classified as Investment property in the consolidated financial statements

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Sub-lease payments received**	1,431.19	839.67

\*\* CAM charges received not included in sub lease income

All leases can be terminated by either of the parties during the term, hence considered as cancellable and accordingly, no lease disclosure given as required by Ind AS 116 "Leases".



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### 37. Financial instruments and fair value measurements

#### A. Accounting classifications and fair values

The Group's assets and liabilities for which fair value are disclosed at 31 March 2024 are as below:

##### (i) Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the balance sheet are categorised into three levels of fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** quoted prices (unadjusted) in active markets for financial instruments.

**Level 2:** inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Inputs which are not based on observable market data.

##### (ii) Financial instruments by category

Particulars	Classification	As at 31 March 2024	As at 31 March 2023
<b>Financial assets</b>			
Investments- in mutual funds	FVTPL**	9,615.64	7,514.21
Investments- in preference shares	FVTPL**	148.00	127.18
Investment in CPN (refer note 5(iii))	Amortised cost	2.67	2.67
Investments- in fixed deposits*	Amortised cost	3,445.14	8,708.12
Trade receivables*	Amortised cost	3,413.95	2,810.70
Cash and cash equivalents*	Amortised cost	3,021.34	3,343.56
Bank balances other than cash and cash equivalents*	Amortised cost	5,030.70	6,523.01
Other financial assets*	Amortised cost	4,450.97	4,208.22
<b>Total financial assets</b>		<b>29,128.41</b>	<b>33,237.67</b>
<b>Financial liabilities</b>			
Borrowings	Amortised cost	4,971.54	9,172.09
Trade payables#	Amortised cost	5,161.66	5,772.33
Lease liabilities	Amortised cost	16,786.90	14,411.71
Other financial liabilities#	Amortised cost	1,020.29	951.89
Deferred Consideration (refer note 22A (i))	FVTPL	4,423.92	4,403.91
<b>Total financial liabilities</b>		<b>32,364.31</b>	<b>34,711.93</b>

\* The Group has not disclosed the fair values for financial instruments carried at amortised cost such as trade receivables, cash and bank balances, loans and other investments, because their carrying amounts are a reasonable approximation of fair value.

\*\* Fair value through profit and loss account

# The Group has not disclosed the fair value for financial instruments carried at amortised cost such as borrowings, trade payables and other financial liabilities, because their carrying amounts are a reasonable approximation of fair value.

##### (iii) Financial assets measured at fair value-recurring fair value measurements

	Level	As at 31 March 2024	As at 31 March 2023
<b>Financial assets at fair value through profit and loss</b>			
Investments- in mutual funds	Level 1	9,615.64	7,514.21
Investments- in preference shares	Level 3	148.00	127.18

##### (iii) Financial liabilities measured at fair value-recurring fair value measurements

	Level	As at 31 March 2024	As at 31 March 2023
<b>Financial liabilities at fair value through profit and loss</b>			
Consideration payable against share acquisition	Level 3	4,423.92	4,403.91

##### (iv) Valuation technique used to determine fair value

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the consolidated financial statements. To provide an indication about the reliability of inputs used determining the fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard.

The following methods and assumptions have been used to estimate the fair values:

(A) The fair value of investments in mutual fund units is based on the net asset value (NAV) as stated by the issuers of these mutual fund units in the published statements as at the Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

(B) In order to arrive at the fair value of unquoted investments, the Group obtains independent valuations. The techniques used by the valuer are as follows:

a) income approach - Discounted cash flows ("DCF") method

b) Market approach - Enterprise value/Sales multiple method



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(v) Valuation inputs and relationship to fair values

Key inputs	As at 31 March 2024	As at 31 March 2023
<b>Financial assets</b>		
<b>Unquoted preference shares- ThinOptics Inc.</b>		
Valuation technique	Based on the Income approach	Based on the Income approach
Revenue multiple	1.35x	-
Discount for Lack of Marketability (DLOM)	20.00%	-
Discount rate	20.00%	-
Long term sustainable growth rate	4.00%	-
<b>Unquoted preference shares- Adloid Technologies Private Limited</b>		
Valuation technique	Based on the Income approach	Based on the Income approach
Revenue multiple	-	-
Discount for Lack of Marketability (DLOM)	-	-
Discount rate	40.0%	40.0%
Long term sustainable growth rate	5.0%	5.0%
<b>Unquoted preference shares- Thinkerbell Labs Private Limited</b>		
Valuation technique	Based on the Income approach	Based on the Income approach
Long term sustainable growth rate	4.0%	4.0%
Discount rate	20.0%	20.0%

(vi) Sensitivity analysis

For the fair values of financial assets, reasonable possible changes at the reporting date to one of the significant unobservable inputs, holding other inputs constant, would have the following impact:

Particulars	As at 31 March 2024	As at 31 March 2023
<b>Impact on profit before tax</b>		
<b>Investment in Unquoted preference shares - ThinOptics Inc.</b>		
Revenue Multiple		
Increase by 0.1x	0.77	-
Decrease by 0.1x	0.73	-
<b>Discount for lack of marketability (DLOM)</b>		
Increase by 5%	0.70	-
Decrease by 5%	0.80	-
<b>Discount rate</b>		
Increase by 5%	0.67	-
Decrease by 5%	0.90	-
<b>Long term sustainable growth rate</b>		
Increase by 1%	0.76	-
Decrease by 1%	0.74	-
<b>Unquoted preference shares- Thinkerbell Labs Private Limited</b>		
<b>Discount rate</b>		
Increase by 5%	2.70	(0.42)
Decrease by 5%	9.62	0.81
<b>Long term sustainable growth rate</b>		
Increase by 1%	5.11	0.12
Decrease by 1%	4.67	(0.10)

(vii) The following table presents the changes in level 3 items for the year ended 31 March 2024 and 31 March 2023:

Particulars	Financial assets	Financial liabilities
<b>As at 1 April 2022</b>	<b>108.08</b>	<b>-</b>
Net change in fair value of financial assets/liabilities measured at FVTPL	28.58	-
Sale of financial assets (refer note 5(i))	(62.34)	-
Purchase of financial assets (refer note 5(iii))	3.60	-
Conversion of investment in CPN into preference shares (refer note 5(iii))	49.26	-
Deferred consideration recognised (refer note 45)	-	4,403.91
<b>As at 31 March 2023</b>	<b>127.18</b>	<b>4,403.91</b>
Net change in fair value of financial assets/liabilities measured at FVTPL	20.82	20.01
Purchase of financial assets (refer note 5(iii))	82.72	-
<b>As at 31 March 2024</b>	<b>230.72</b>	<b>4,423.92</b>



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### 38. Financial risk management

The Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Group is exposed to market risk, credit risk and liquidity risk. The Group's management oversees the management of these risks and appraises the Board of Directors from time to time basis the impact assessment.

#### (A) Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial asset fails to meet its contractual obligations, and arises principally from the group's receivables from customers, loans and other deposits etc.

The carrying amounts of financial assets represent the maximum credit risk exposure.

##### (i) Credit risk management

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The Group only deals with parties which has good credit rating/ worthiness given by external rating agencies or based on Group's internal assessment.

All doubtful receivables are duly recognized from time to time post discussion with key stakeholders and provided for in the consolidated financial statements as deemed appropriate.

All the financial assets carried at amortized cost were considered good as at 31 March 2024 and 31 March 2023. The Group has not acquired any credit impaired asset. There was no modification in any financial assets.

The Group's exposure to credit risk for trade receivables from other than related parties are as follows:

	As at 31 March 2024	As at 31 March 2023
Trade receivables	3,413.95	2,810.70
	<b>3,413.95</b>	<b>2,810.70</b>

#### a. Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the group's treasury department. Investments of surplus funds are made only with reputed Funds as aligned with the Board. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

#### b. Security deposit and other advances

With regards to security deposit and other advances, the management believes these to be high quality assets with negligible credit risk. The management believes the parties to which these deposits and other advances have been made have strong capacity to meet the obligations and where the risk of default is negligible or nil and accordingly no provision for expected credit loss has been provided on these financial assets.

#### c. Trade receivables (Expected credit loss for trade receivables under simplified approach)

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. Under the simplified approach, the Group does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

For homogenous group of receivables, the Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default and delay rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At year end, the historical observed default and delay rates are updated and changes in the forward-looking estimates are analysed.

For other debtors that are heterogenous in nature, individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

#### (B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Considering the business requirements, the treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows.

##### (i) Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities, for which the contractual maturities are essential for an understanding of the timing of the cash flows. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities	Less than 1 year	1-5 year	>5 year	Total
<b>As at 31 March 2024</b>				
Borrowings	2,552.90	5,333.12	61.13	7,947.15
Trade payables	6,488.97	-	-	6,488.97
Lease liabilities	4,571.53	10,773.06	4,843.75	20,188.34
Other financial liabilities	1,051.65	20.58	-	1,072.23
<b>Total</b>	<b>14,665.05</b>	<b>16,126.77</b>	<b>4,904.88</b>	<b>35,696.69</b>
<b>As at 31 March 2023</b>				
Borrowings	4,184.18	3,633.00	1,363.13	9,180.31
Trade payables	5,103.75	668.57	-	5,772.33
Lease liabilities	4,075.82	8,948.28	11,028.41	24,052.51
Other financial liabilities	951.89	4,403.91	-	5,355.80
<b>Total</b>	<b>14,315.64</b>	<b>17,653.77</b>	<b>12,391.53</b>	<b>44,360.95</b>



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**(C) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk, interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include deposits, investments and foreign currency receivables and payables. The sensitivity analyses in the following sections relate to the position as at 31 March 2024 and 31 March 2023. The analyses exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations and provisions. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2024 and 31 March 2023.

**(i) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities and the Group's net investments in foreign subsidiary. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of any of the Group entities. The Group has taken some derivative instruments to manage its exposure and all instruments outstanding at the year-end have been accounted at fair value. The Group does not use forward contracts and swaps for speculative purposes.

The following exchange rates have been applied:

	As at 31 March 2024	As at 31 March 2023
EURO	89.97	89.39
USD	83.35	82.17
CNY	11.55	11.94
JPY	0.55	0.62
SGD	61.82	61.82
THB	2.29	2.39
INR	1.00	1.00
NTD	2.56	2.68
MYR	17.65	18.51
AUD	54.37	54.86
HKD	10.65	10.40
SAR	22.22	-
VND	0.00	0.00



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**(ii) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Liabilities: The Group has certain exposure of interest rate risk with respect to its borrowings taken during the year.

Assets: The Group's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Group's outstanding borrowings as at the end of reporting period is as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings with floating interest rate	4,171.68	5,125.37
Borrowings with fixed interest rate	799.87	3,621.47
Working capital loans	-	425.24

**Sensitivity analysis**

The sensitivity of profit or loss to change in the interest rates on the borrowings with floating interest rates. The impact on profit/ loss before tax is as below:

Particulars	As at 31 March 2024	As at 31 March 2023
Interest Increase by 5 bps	(0.59)	0.38
Interest decrease by 5 bps	0.59	(0.38)

**(iii) Price risk**

The Group's exposure price risk arises from investments held and classified in the balance sheet at fair value through profit or loss. To manage the price risk arising from investments, the group diversifies its portfolio of assets.

**Sensitivity**

**Impact on profit before tax**

Particulars	As at 31 March 2024	As at 31 March 2023
Mutual funds carried at fair value through profit or loss		
Net assets value – increase by 100 bps	96.16	75.14
Net assets value – decrease by 100 bps	(96.16)	(75.14)



**39 Capital management**

For the purpose of the group's capital management, capital includes issued equity capital, convertible preference shares, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the group's capital management is to ensure the group's ability to continue as a going concern and maximise the shareholder value. Management assesses the group's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2024 and 31 March 2023.

The Group monitors capital using gearing ratio, which is net debt (total debt including lease liabilities less cash and cash equivalents) divided by total capital (including non controlling interest) plus net debt.

Particulars	As at	As at
	31 March 2024	31 March 2023
Borrowings (including lease liabilities)	21,758.44	23,583.80
Less: Cash and cash equivalents	3,021.34	3,343.56
<b>Net debt (A)</b>	<b>18,737.10</b>	<b>20,240.24</b>
Total Equity (B)	57,559.50	55,697.86
<b>Total Equity and Net Debt (C = A + B)</b>	<b>76,296.60</b>	<b>75,938.10</b>
<b>Gearing Ratio (A / C)</b>	<b>24.56%</b>	<b>26.65%</b>

**40 Related party disclosures****i Joint Venture**

Baofeng Framkart Technology Limited

Owndays India Private Limited ceased w.e.f. 03 July 2023

**ii Associate**

QuantDuo Technologies Private Limited w.e.f. 12 May 2022

Le Petite Lunetier w.e.f. 06 September 2023

**iii Key management personnel**

Mr. Peyush Bansal- Director

Ms. Neha Bansal- Director

Ms. Preeti Gupta - Company Secretary

Mrs. Mukti Hariharan- Chief Financial Officer w.e.f. 04 April 2023

**iv Transactions with related parties during the year**

Particulars	Year ended	Year ended
	31 March 2024	31 March 2023
<b>Key managerial personnel</b>		
Short-term employee benefits*	85.95	82.66
Share based payment	2.71	-
<b>QuantDuo Technologies Private Limited</b>		
Software Expenses	9.22	0.96
Advisory Services Income	-	-
<b>Baofeng Framkart Technology Limited</b>		
Dividend	29.53	-
Purchase of goods	972.35	941.36

\*Compensation of the group's key management personnel includes salaries, non-cash benefits. Provision for gratuity and compensated absences is computed for the group as a whole and has not been included above.

**v Outstanding balances as at the year end**

Particulars	As at	As at
	31 March 2024	31 March 2023
<b>Key managerial personnel</b>		
Remuneration payable	27.16	18.37
<b>Baofeng Framkart Technology Limited</b>		
Dividend Receivable	26.57	-
Trade payable	1.08	71.04



## 41 Segment information

The Group has only one reportable business segment, which is wholesale trade and distribution of branded and private labelled eyeglasses, sunglasses, contact lenses, accessories product, manufacturing of optical and ophthalmic lenses and eye frames used in spectacles and related activity. The Group's activities/business is reviewed regularly by the Board of directors from an overall business perspective, rather than reviewing its products/services as individual standalone components. Thus, the Group has only one operating segment, and has no reportable segments in accordance with Ind AS - 108 'Operating Segments'.

(i) The entity wide disclosures as required by Ind AS -108 are as follows:

Description	Year ended 31 March 2024	Year ended 31 March 2023
Sale of goods	51,662.99	36,098.18
Sale of services		
-Service fee	204.88	133.48
-Training fees	167.57	170.62
-Membership fee	660.39	509.82
-Home eye check-up income	12.81	13.56
Other operating revenue		
-License fee	1,463.34	850.63
-Software licence fee	7.25	6.72
-Sale of scrap	18.98	18.05
-Customer support fees	76.87	68.94
-Others	1.95	0.28
Revenue from operations	54,277.05	37,880.28

(ii) Revenue from external customers

Description	Year ended 31 March 2024	Year ended 31 March 2023
India	31,560.37	27,318.80
Outside India	22,716.68	15,561.48
	54,277.05	37,880.28

There is no significant customer from whom revenue is more than 10% of the Group's total revenue

(iii) Revenue from operations split - by geography

Name of Country	Year ended 31 March 2024	%	Year ended 31 March 2023	%
India	31,545.28	58.14%	22,318.79	58.92%
Japan	7,826.03	14.42%	4,788.62	12.64%
Singapore	6,525.04	12.03%	4,447.97	11.71%
Taiwan	3,510.77	6.47%	2,261.77	5.97%
Thailand	2,476.51	4.56%	1,462.65	3.86%
Other geographies	2,378.33	4.38%	2,600.47	6.86%
Total	54,261.96	100.00%	37,880.27	100.00%

(iii) Non-current assets

Non-current assets*	As at 31 March 2024	As at 31 March 2023
India	18,297.13	14,437.04
Outside India	38,880.45	39,410.61

\* Non-current assets exclude financial instruments.

## 42 Ind AS 115: Revenue from contract with customers

a) Contract balances:

	As at 31 March 2024	As at 31 March 2023
Trade receivables	3,413.95	2,810.70
Contract liabilities	1,712.91	1,214.54

Trade Receivables are non interest bearing. As at March 2024, Rs. 55.79 millions (31 March 2023: Rs 86.89 million) was recognised as provision for doubtful trade receivables.

b) Right to return assets and refund liabilities:

	As at 31 March 2024	As at 31 March 2023
Right of return assets		
Refund liabilities	84.15	35.97

c) Reconciliation of amount of revenue recognised in the statement of profit and loss with the contracted price

	Year ended 31 March 2023	Year ended 31 March 2023
Revenue as per contracted price	54,367.02	37,880.28
Adjustments for		
Refund liabilities	89.97	-
Revenue from operations	54,277.05	37,880.28

d) Performance obligation:

Sale of goods

The performance obligation is satisfied upon delivery of the goods. The Group also provides one year warranty which has been provided for as per applicable IND AS.

Sale of services

The performance obligation has been satisfied over a period of one year and payment has been received in advance from customer.



e) Revenue recognised in relation to contract liabilities

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods. Same has been disclosed as below:

	Year ended 31 March 2024	Year ended 31 March 2023
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the year	1,602.77	1,043.38
Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous years	-	-

43 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006")

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum number as allocated after filling the Memorandum. Based on the information received and available with the Group, there are no dues outstanding to micro and small enterprises (Suppliers) covered under the Micro, Small and Medium Enterprises Development Act, 2006 as at 31 March 2024 and 31 March 2023.

Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006 based on the information available with the Company

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	5.04	-
Principal amount due to micro and small enterprises	255.94	89.53
Interest due on above	3.41	0.64
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	3.36	0.64
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	3.36	0.64

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**Lenskart Solutions Private Limited**

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Notes to the consolidated financial statements for the year ended 31 March 2024

(All amounts in Rs. in million unless otherwise stated)

**44 Group information**

**Information about subsidiaries**

The Holding Company's subsidiaries at 31 March 2024 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held by the Holding Company, and the proportion of ownership interests held equals the voting rights held by the Holding Company. The country of incorporation or registration is also their principal place of business.

Name of the entity	Country of incorporation	Ownership interest held by the Group		Ownership interest held by Non-controlling interest	
		31 March 2024	31 March 2023	31 March 2024	31 March 2023
		%	%	%	%
Lenskart Eyeteck Private Limited	India	100.00	100.00	-	-
Lenskart Foundation	India	100.00	100.00	-	-
Tango IT Solutions India Private Limited	India	100.00	-	-	-
Lenskart Solutions Pte. Ltd.	Singapore	100.00	100.00	-	-
Lenskart Solutions INC	US	100.00	100.00	-	-
Lenskart Optical Trading LLC	UAE	100.00	100.00	-	-
Lenskart Solutions FZCO	UAE	100.00	100.00	-	-
Lenskart Arabia Limited	Saudi Arabia	100.00	100.00	-	-
Lenskart Solutions Company Limited	Vietnam	100.00	100.00	-	-
Lenskart Solutions Sdn. Bhd.	Malaysia	100.00	100.00	-	-
PT Lenskart Solutions Indonesia	Indonesia	100.00	100.00	-	-
Thai Eyewear Company Limited	Thailand	100.00	100.00	-	-
Lenskart Solutions (Thailand) Company Limited	Thailand	100.00	100.00	-	-
Neso Brands Pte. Ltd.	Singapore	100.00	100.00	-	-
MI.O K.K	Japan	100.00	100.00	-	-
Owndays Inc.	Japan	100.00	100.00	-	-
Owndays Singapore Pte. Ltd.	Singapore	100.00	100.00	-	-
Owndays Co., Ltd	Singapore	100.00	100.00	-	-
Owndays Taiwan Ltd	Taiwan	100.00	100.00	-	-
Owndays Downunder Pty Ltd	Australia	56.00	56.00	44.00	44.00
Owndays Hong Kong Limited	Hong Kong	51.00	51.00	49.00	49.00
Owndays Tech & Media (Thailand) Co., Ltd	Thailand	99.99	99.99	0.01	0.01
Owndays Malaysia Sdn. Bhd.	Malaysia	100.00	100.00	-	-
Owndays (Thailand) Co., Ltd.	Thailand	49.00	49.00	51.00	51.00

During the previous year the Group has acquired 92.27% stake in Owndays INC against payment of cash consideration and entered into an agreement with the remaining shareholders for 7.73% stake to be purchased in future, accounted as a deferred consideration. Accordingly, Owndays INC has been consolidated as a wholly owned subsidiary

**Information about Associates & Joint Ventures**

The Holding Company's interest in associates and joint ventures are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held by the Parent, and the proportion of ownership interests held equals the voting rights held by the Parent. The country of incorporation or registration is also their principal place of business.

Name of the entity	Country of incorporation	Ownership interest held by the Group	
		31 March 2024	31 March 2023
		%	%
Tango IT Solutions India Private Limited	India	-	30.08
Baofeng Framkart Technology Limited	China	51.00	51.00
Quando Technologies Private Limited	India	17.11	17.38
Owndays India Private Limited	India	-	50.00
Le Petite Lunetier	France	17.00	-



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#### 45A Business Combinations - Tango IT Solutions India Private Limited

##### a. Summary of acquisition

During the year the Holding Company has acquired 100% (31 March 2023: 30.03%) shareholding of Tango IT Solutions India Private Limited ("Tango") of INR 10 each. Due to the said transaction, Tango has been classified as wholly owned subsidiary (previous year accounted as an associate), per the requirement of Ind AS 103 - Business combinations step up accounting has been followed.

Details of the purchase consideration, the net assets acquired and goodwill are as follows:

Particulars	Amount
Cash consideration paid for 69.97% acquisition	72.09
Cash consideration of 30.03% stake (earlier held as associate)	70.00
<b>Purchase consideration (A)</b>	<b>142.09</b>
Less: Loss on account of fair valuation of earlier stake	(38.99)
Net Carrying value of 100 % stake	103.10
<b>Assets and liabilities recognised as a result of acquisition are as follows:</b>	
<b>Non current assets</b>	
Property, plant and equipment (including Capital work-in-progress)	1.99
<b>Current assets</b>	
Trade receivables	3.12
Cash and cash equivalents	26.90
Other assets	1.63
<b>Less: Liabilities assumed</b>	
Other liabilities - trade and non trade	(5.08)
Other financial liabilities (current)	(4.00)
Statutory dues	(1.52)
Deferred tax liabilities (net)	0.64
<b>Net assets acquired (B)</b>	<b>23.67</b>
<b>Assets identified on account of purchase price allocation ( C )</b>	
Trade Name - Tango IT	8.30
Technology	29.35
Deferred tax liabilities on account of above identified assets	(9.48)
<b>Goodwill (A-B-C)</b>	<b>51.25</b>

Goodwill here represents residual asset value attributable to unidentified intangible assets acquired by acquirer.

##### b. Measurement of fair value of identifiable net assets

The valuation model for fair valuation of property, plant and equipment considers quoted market prices for similar items when available, and depreciated replacement cost when appropriate. Depreciated replacement cost reflects adjustments for physical deterioration as well as functional and economic obsolescence. Intangible assets are fair valued based on the relief-from-royalty method and multi-period excess earnings methods. The relief-from-royalty method considers the discounted estimated royalty payments that are expected to be avoided as a result of the patents or trademarks being owned. The multi-period excess earnings method considers the present value of net cash flows expected to be generated by the customer relationships, by excluding any cash flows related to contributory assets.

##### c. Revenue and profit contribution

The acquired business contributed revenue of Rs. 26.25 million and loss of Rs. 17.80 million to the group for the period 14 October 2023 to 31 March 2024.

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Notes to the consolidated financial statements for the year ended 31 March 2024

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#### 45B Business Combinations - Owndays Inc.

##### a. Summary of acquisition

During the previous year, a subsidiary company named - Lenskart Singapore Pte Limited has made an investment for acquisition of 92.27% of total share capital of Owndays Inc as on 10 August 2022, for a consideration of Rs. 25,128.40 million. Further, the Company has executed a contract to acquire the remaining 7.73% stake from existing shareholders at a consideration to be determined as per the contractual terms. Such consideration payable by the Company has been accounted as a deferred liability and measured at fair value through profit or loss.

Owndays Inc is one of the fast growing eyewear company in South-East Asia & Japan. The acquisition of Owndays coupled with Lenskart's technology and manufacturing capabilities will help create one of the most impactful eyewear companies in the world.

Details of the purchase consideration, the net assets acquired and goodwill are as follows:

Particulars	Amount
Cash consideration paid	25,128.40
Deferred consideration measured at fair value	4,147.99
<b>Purchase consideration (A)</b>	<b>29,276.39</b>
<b>Assets and liabilities recognised as a result of acquisition are as follows:</b>	
<b>Non current assets</b>	
Property, plant and equipment (including Capital work-in-progress)	2,574.56
Software	49,166.76
Right to use of leased properties	6,346.40
Other assets	1,393.48
<b>Current assets</b>	
Inventories	1,490.38
Trade receivables	1,075.52
Cash and cash equivalents	3,914.17
Other assets	526.13
<b>Less: Liabilities assumed</b>	
Long term borrowings from Banks	(2,708.96)
Short term borrowings	(766.42)
Lease liabilities	(6,731.20)
Other liabilities - trade and non trade	(3,241.44)
Other financial liabilities (current)	(137.33)
Contingent liability for amount payable against litigations	(16.29)
Income tax liabilities	(59.71)
Deferred tax liabilities (net)	(3.47)
<b>Net assets acquired (B)</b>	<b>3,704.98</b>
<b>Assets identified on account of purchase price allocation ( C )</b>	
Brands	8,006.22
Franchisee Agreements	1,211.45
Non-compete Agreement	335.41
Deferred tax liabilities on account of above identified assets	(1,634.30)
<b>Non-controlling interest in the acquired entity (D)</b>	<b>959.09</b>
<b>Goodwill (A-B-C-D)</b>	<b>18,611.71</b>

Goodwill here represents residual asset value attributable to unidentified intangible assets acquired by acquirer.

##### b. Consideration transferred

The acquisition of Rs. 25,128.40 million was settled in cash.

##### c. Measurement of fair value of identifiable net assets

The valuation model for fair valuation of property, plant and equipment considers quoted market prices for similar items when available, and depreciated replacement cost when appropriate. Depreciated replacement cost reflects adjustments for physical deterioration as well as functional and economic obsolescence. Intangible assets are fair valued based on the relief-from-royalty method and multi-period excess earnings methods. The relief-from-royalty method considers the discounted estimated royalty payments that are expected to be avoided as a result of the patents or trademarks being owned. The multi-period excess earnings method considers the present value of net cash flows expected to be generated by the customer relationships, by excluding any cash flows related to contributory assets. Raw materials are fair valued using the replacement cost method of the cost approach. Finished goods and work-in-progress are valued using the comparative sales method of the market approach which uses the actual or expected selling prices of finished goods as the base amount. The fair value of the trade and other receivables acquired as part of the business combination amounted to Rs. 2,995.13 million, with a gross contractual amount of Rs. 2,995.13 million.

##### d. Revenue and profit contribution

During the previous year the acquired business contributed revenue of Rs. 13,076 million and profit of Rs. 586 million to the group for the period 10 August 2022 to 31 March 2023.



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#### 46 Interest in Joint Ventures

##### Baofeng Framekart Technology Limited

In April 2020, the Holding Company has acquired a 51% interest in Baofeng Framekart Technology Limited, a joint venture incorporated in China. The address of its registered office is No. 1 Xingbao Road, Baofeng County, Pingdingshan City, Henan Province, China.

Baofeng Framekart Technology Limited is involved in manufacturing and sale of metal glasses and plastic glasses production.

Based on the representation on the Board of Baofeng Framekart Technology Limited by virtue of the Group's investment, the Group exercised joint control on the relevant decision making activities of the joint venture and therefore, the Group's interest in Baofeng Framekart Technology Limited is accounted for using the equity method in the consolidated financial statements.

Summarised financial information of the joint venture, based on its financial statements, and a reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

##### Summarised statement of financial position of Baofeng Framekart Technology Limited:

Particulars	31 March 2024	31 March 2023
Fixed assets	113.86	100.84
Intangible assets	0.26	0.30
Non-current assets	9.05	5.00
Cash and cash equivalents	30.51	13.37
Other current assets	79.13	41.05
Other receivables	19.61	32.60
Trade receivables	9.23	86.36
Inventories	123.50	103.80
Trade payable	(160.76)	(196.12)
Other financial liabilities - Current	(76.23)	(32.62)
Taxes payable	(1.79)	(1.85)
Current liabilities	(66.41)	(26.16)
<b>Equity</b>	<b>79.95</b>	<b>126.57</b>
Group's holding percentage as at the reporting date	51.00%	51.00%
Group's share in net assets at the acquisition date	35.61	35.61
Goodwill recognised	(7.22)	(7.22)
Group's share of (loss) for earlier years	(54.45)	(51.60)
Group's share of profit/(loss) recognised during the year	4.84	(2.84)
Stock reserve elimination	62.08	62.08
Carrying amount	40.87	36.02

##### Summarised statement of profit or loss of Baofeng Framekart Technology Limited:

Particulars	31 March 2023	31 March 2023
Revenue from contracts with customers	894.28	922.50
Other income	-	4.67
Cost of sales	(884.09)	(931.74)
Other expenses	(0.24)	(0.30)
<b>Profit/(loss) before tax</b>	<b>9.95</b>	<b>(4.86)</b>
Income tax expense	(0.45)	(0.72)
<b>Profit/(loss) for the year</b>	<b>9.50</b>	<b>(5.57)</b>
<b>Total comprehensive (loss)/income for the year</b>	<b>9.50</b>	<b>(5.57)</b>
Group's holding percentage as at the reporting date	51.0%	51.0%
Estimated share of Profit based on the holding percentage at the reporting year end	4.84	(2.84)
<b>Group's share of profit/(loss) recognised during the year</b>	<b>4.84</b>	<b>(2.84)</b>

The joint venture had no contingent liabilities or capital commitments as at 31 March 2024.

There are no significant restrictions on the investments' ability to be able to transfer funds to the Group.



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Notes to the consolidated financial statements for the year ended 31 March 2024

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#### 47 Interest in Associate

##### A Tango IT Solutions India Private Limited

During the year ended 31 March 2021, the Holding Company had invested in 18,417 equity shares of Tango IT Solutions India Private Limited ("Tango") of INR 10 each, fully paid-up which represents 11.17% of the total share capital of Tango. The Holding Company further made an investment for acquisition of 47,336 equity shares comprising of 18.90% ownership stake for a consideration of Rs. 60.00 million in the current year. The cumulative ownership of the Holding Company is 30.08% and also provides the Company significant influence over key decision making. Thereby Tango has been reclassified as an associate as at 31 March 2023 and is accounted for using the equity method in the consolidated financial statements.

Tango IT Solutions India Private Limited is engaged in the business of software designing, development, customization, implementation, maintenance, testing and benchmarking, designing, developing and dealing in computer software and solution, and to import, export, sell, purchase, distribute, host (in data centers or over the web) or otherwise deal in own and third party computer software package, programs and solutions, provide or take up information technology related assignment on sub-contracting basis, offering services on site/offsite or through development centers using owned/hired or third party infrastructure and equipment etc.

Tango IT Solutions India Private Limited's shares are not traded in an active market, and there is no quoted market price available.

During the year, the Holding company further invested in 674,664 equity shares on 13 October 2023 for consideration of Rs 72.09 million that provide it with 100 % holding in Tango. Refer Note 45A for further details.

Summarised financial information of the associate till the date of further investment, based on its financial statements, and a reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

##### Summarised statement of financial position of Tango IT Solutions India Private Limited:

Particulars	13 October 2023	31 March 2023
Property, plant and equipment	1.99	1.55
Intangible assets	-	1.73
Loans - non-current	-	1.55
Deferred tax assets (net)	0.64	0.64
Trade receivables	3.12	4.15
Cash and cash equivalents	26.90	14.80
Other current assets	1.63	0.91
Borrowings	-	(19.20)
Trade payable	(4.88)	(0.93)
Other financial liabilities - Current	(4.00)	(3.19)
Other current liabilities	(1.72)	(0.81)
<b>Equity</b>	<b>23.68</b>	<b>1.19</b>
Group's holding percentage as at the reporting date	30.08%	30.08%
Group's share in net assets at the acquisition date	4.43	4.43
Additional investment (in excess of carrying value of net assets acquired)	49.39	49.39
Goodwill recognised	16.18	16.18
Group's share of (loss)/ profit for earlier years	(13.12)	-
Group's share of loss recognised during the year	(6.87)	(13.12)
<b>Carrying amount</b>	<b>50.01</b>	<b>56.88</b>

##### Summarised statement of profit or loss of Tango IT Solutions India Private Limited:

Particulars	01 April 2023 to 13 October 2023	Year ended 31 March 2023
Revenue from operations	14.08	15.12
Other income	0.06	1.49
Employee benefits expense	(21.68)	(36.47)
Depreciation and amortization	(1.43)	(3.52)
Other expenses	(13.87)	(20.61)
<b>Loss before tax</b>	<b>(22.84)</b>	<b>(43.98)</b>
Tax expense	-	0.38
<b>Loss for the year</b>	<b>(22.84)</b>	<b>(43.60)</b>
<b>Total comprehensive loss for the year</b>	<b>(22.84)</b>	<b>(43.60)</b>
Group's holding percentage as at the reporting date	30.08%	30.08%
Group's share of (loss)/profit recognised during the year	(6.87)	(13.12)
Estimated share of loss based on the holding percentage at the reporting year end	-	-
Adjustment on account of changes in holding percentage during the year	-	-
<b>Group's share of loss recognised during the year</b>	<b>(6.87)</b>	<b>(13.12)</b>

No dividends were received from Tango IT Solutions India Private Limited in the current year.

The associate had no contingent liabilities or capital commitments as at 13th October 2023 and 31 March 2023.

There were no significant restrictions on the investments' ability to be able to transfer funds to the Group.



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#### B QuantDuo Technologies Private Limited

During the current year, the Holding Company has invested in 31,107 Pre Series A Compulsorily Compulsorily Convertible Preference Shares of QuantDuo Technologies Private Limited ("QuantDuo"). This investment provides the Company significant influence over key decision making thereby, QuantDuo has been classified as an associate as at 31 March 2024 and is accounted for using the equity method in the consolidated financial statements.

QuantDuo Technologies Private Limited is engaged in the business of developing analytics solutions for industries that deal with a large amount of data and carry on all or any business of marketing and distributing the software solutions developed by the Company and provide consulting services directly to consumers or enterprises

QuantDuo Technologies Private Limited's shares are not traded in an active market, and there is no quoted market price available.

Summarised financial information of the associate, based on its financial statements, and a reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

#### Summarised statement of financial position of QuantDuo Technologies Private Limited:

Particulars	31 March 2024	31 March 2023
Property, plant and equipment	1.17	1.57
Intangible assets	781.21	781.21
Right of use assets	3.90	5.53
Other Financial assets	23.66	85.00
Trade receivables	8.17	20.27
Cash and cash equivalents	3.48	0.84
Other Current financial assets	81.83	54.38
Other current assets	13.29	15.41
Lease Liabilities	(3.99)	(5.48)
Other financial liabilities - Current	(0.59)	(0.94)
Other current liabilities	(9.93)	(4.49)
Provisions	(4.21)	(3.51)
<b>Equity</b>	<b>897.99</b>	<b>949.80</b>
Group's holding percentage as at the reporting date	17.11%	17.38%
Group's share in net assets at the acquisition date	165.07	165.07
Goodwill recognised	(15.07)	(15.07)
Additional investment	9.21	-
Group's share of (loss)/ profit for earlier years	(7.18)	-
Group's share of loss recognised during the year	(10.44)	(7.18)
<b>Carrying amount</b>	<b>141.59</b>	<b>142.82</b>

#### Summarised statement of profit or loss of QuantDuo Technologies Private Limited:

Particulars	Year ended 31 March 2024	12 May 2022 to 31 March 2023
Revenue from operations	67.75	60.88
Other income	6.96	5.48
Employee benefits expense	(89.90)	(62.56)
Depreciation and amortization	(5.73)	(2.03)
Finance Costs	(0.36)	(0.11)
Other expenses	(39.73)	(42.97)
<b>Loss before tax</b>	<b>(61.01)</b>	<b>(41.31)</b>
Income tax expense	-	-
<b>Loss for the year</b>	<b>(61.01)</b>	<b>(41.31)</b>
<b>Total comprehensive loss for the year</b>	<b>(61.01)</b>	<b>(41.31)</b>
Group's holding percentage as at the reporting date	17.11%	17.38%
Group's share of loss recognised during the year	(10.44)	(7.18)

No dividends were received from QuantDuo Technologies Private Limited in the current year.

The associate had no contingent liabilities or capital commitments as at 31 March 2024.

There are no significant restrictions on the investments' ability to be able to transfer funds to the Group.



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48 Additional information pursuant to paragraph 2 of Division II of Schedule III of the Companies Act, 2013

	Net assets (total assets minus total liabilities)		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As a % of consolidated net assets	Amount	As a % of consolidated net loss	Amount	As a % of consolidated Other comprehensive income	Amount	As a % of consolidated total comprehensive income	Amount
<b>Holding Company</b>								
<b>Lenskart Solutions Private Limited</b>								
31 March 2024	107.08%	61,636.16	(1418.60%)	1,440.43	6.41%	(13.07)	(467.42%)	1,427.36
31 March 2023	104.14%	58,002.16	(216.09%)	1,377.71	(1.89%)	(6.03)	(450.36%)	1,371.68
<b>Subsidiary (Indian)</b>								
<b>Lenskart Eyeteck Private Limited</b>								
31 March 2024	0.01%	8.11	(1.48%)	1.51	0.17%	(0.34)	(0.38%)	1.17
31 March 2023	0.01%	6.95	(5.33%)	33.97	0.00%	-	(10.66%)	33.97
<b>Lenskart Foundation</b>								
31 March 2024	(0.00%)	(0.81)	(0.26%)	0.26	0.00%	-	(0.09%)	0.26
31 March 2023	(0.00%)	(1.07)	(0.24%)	1.56	0.00%	-	(0.49%)	1.56
<b>Subsidiary (Foreign)</b>								
<b>Lenskart Solutions Pte. Ltd.</b>								
31 March 2024	38.11%	21,934.86	1086.24%	(1,102.95)	(6.35%)	12.95	356.94%	(1,090.00)
31 March 2023	41.04%	22,859.86	193.79%	(1,235.53)	(62.77%)	(200.14)	450.43%	(1,435.67)
<b>Lenskart Solutions INC</b>								
31 March 2024	(0.10%)	(58.35)	(0.18%)	0.19	5.06%	(10.31)	3.32%	(10.12)
31 March 2023	0.19%	106.35	9.79%	(62.43)	2.57%	8.18	17.02%	(54.25)
<b>Lenskart Optical Trading LLC</b>								
31 March 2024	(1.43%)	(824.26)	301.64%	(306.28)	4.55%	(9.28)	103.34%	(315.56)
31 March 2023	(0.92%)	(511.43)	53.26%	(339.56)	(6.57%)	(20.94)	113.10%	(360.50)
<b>Lenskart Solutions FZCO</b>								
31 March 2024	(0.00%)	(2.24)	0.48%	(0.49)	0.01%	(0.03)	0.17%	(0.52)
31 March 2023	(0.00%)	(1.72)	0.23%	(1.50)	(0.02%)	(0.05)	0.49%	(1.55)
<b>Lenskart Solutions Company Limited</b>								
31 March 2024	(0.03%)	(18.06)	1.59%	(1.62)	(0.36%)	0.74	0.29%	(0.88)
31 March 2023	(0.03%)	(17.18)	1.37%	(8.71)	(0.23%)	(0.73)	2.96%	(9.44)
<b>Lenskart Solutions Sdn. Bhd.</b>								
31 March 2024	0.03%	16.53	0.50%	(0.50)	0.46%	(0.94)	0.47%	(1.44)
31 March 2023	0.03%	17.98	0.15%	(0.93)	0.18%	0.58	0.11%	(0.35)
<b>PT Lenskart Solutions Indonesia</b>								
31 March 2024	0.01%	8.42	12.20%	(12.39)	0.29%	(0.59)	4.25%	(12.98)
31 March 2023	0.04%	21.40	3.79%	(24.16)	0.30%	0.97	7.28%	(23.19)
<b>Thai Eyewear Company Limited</b>								
31 March 2024	0.01%	3.19	0.49%	(0.50)	0.03%	(0.06)	0.18%	(0.56)
31 March 2023	0.01%	3.74	0.14%	(0.88)	0.03%	0.09	0.25%	(0.79)
<b>Lenskart Solutions (Thailand) Company Limited</b>								
31 March 2024	(0.00%)	(0.20)	3.91%	(3.98)	(0.02%)	0.03	1.29%	(3.95)
31 March 2023	0.01%	3.74	0.14%	(0.88)	0.03%	0.09	0.25%	(0.79)
<b>MLO K.K.</b>								
31 March 2024	23.19%	13,350.19	0.92%	(0.94)	0.12%	(0.24)	0.39%	(1.18)
31 March 2023	23.97%	13,351.38	21.71%	(138.40)	0.10%	0.32	43.32%	(138.08)
<b>Lenskart Arabia Limited</b>								
31 March 2024	(0.08%)	(44.58)	165.66%	(168.20)	0.38%	(0.77)	55.33%	(168.97)
31 March 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-



	Net assets (total assets minus total liabilities)		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As a % of consolidated net assets	Amount	As a % of consolidated net loss	Amount	As a % of consolidated Other comprehensive income	Amount	As a % of consolidated total comprehensive income	Amount
<b>Lenskart Optical Lenses Cutting L.L.C</b>								
'31 March 2024	(0.02%)	(10.73)	0.00%	-	0.00%	-	0.00%	-
'31 March 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
<b>Owndays Inc. OJ</b>								
'31 March 2024	(2.97%)	(1,712.15)	759.00%	(770.68)	6.82%	(13.91)	256.93%	(784.59)
'31 March 2023	(1.38%)	(770.09)	81.70%	(520.88)	83.11%	264.98	80.29%	(255.90)
<b>Owndays Inc. OR</b>								
'31 March 2024	5.11%	2,939.25	(1117.57%)	1,134.76	0.00%	-	(371.60%)	1,134.76
'31 March 2023	3.38%	1,882.88	1.72%	(10.94)	0.00%	-	3.43%	(10.94)
<b>Owndays Singapore Pte. Ltd.</b>								
'31 March 2024	2.81%	1,615.66	(440.54%)	447.32	0.00%	-	(146.49%)	447.32
'31 March 2023	3.93%	2,188.73	(71.03%)	452.86	0.00%	-	(142.08%)	452.86
<b>Owndays Co., Ltd</b>								
'31 March 2024	0.24%	139.59	(37.23%)	37.80	0.00%	-	(12.38%)	37.80
'31 March 2023	0.17%	96.27	(1.13%)	7.18	0.00%	-	(2.25%)	7.18
<b>Owndays Taiwan Ltd</b>								
'31 March 2024	1.56%	896.93	(289.15%)	293.60	0.00%	-	(96.15%)	293.60
'31 March 2023	1.08%	603.33	(17.53%)	111.77	0.00%	-	(35.07%)	111.77
<b>Owndays Downunder Pty Ltd</b>								
'31 March 2024	(0.03%)	(19.71)	(80.03%)	81.26	0.00%	-	(26.61%)	81.26
'31 March 2023	(0.15%)	(82.20)	(0.38%)	2.40	0.00%	-	(0.75%)	2.40
<b>Owndays Hong Kong Limited</b>								
'31 March 2024	0.18%	101.09	(147.64%)	149.92	0.00%	-	(49.09%)	149.92
'31 March 2023	(0.08%)	(46.65)	(16.13%)	102.84	0.00%	-	(52.27%)	102.84
<b>Owndays Tech &amp; Media (Thailand) Co., Ltd</b>								
'31 March 2024	0.13%	74.36	(10.33%)	10.49	0.00%	-	(3.44%)	10.49
'31 March 2023	0.12%	64.85	(0.20%)	1.31	0.00%	-	(0.41%)	1.31
<b>Owndays Malaysia Sdn. Bhd.</b>								
'31 March 2024	(0.32%)	(184.72)	18.08%	(18.36)	0.00%	-	6.01%	(18.36)
'31 March 2023	(0.30%)	(169.19)	1.99%	(12.71)	0.00%	-	3.99%	(12.71)
<b>Owndays (Thailand) Co., Ltd.</b>								
'31 March 2024	1.65%	947.77	(290.75%)	295.22	0.00%	-	(96.68%)	295.22
'31 March 2023	1.20%	667.91	(29.69%)	189.32	0.00%	-	(59.40%)	189.32
<b>Owndays (Vietnam) Co., Ltd.</b>								
'31 March 2024	(0.01%)	(4.14)	(2.45%)	2.49	0.00%	-	(0.81%)	2.49
'31 March 2023	(0.01%)	(6.58)	0.13%	(0.80)	0.00%	-	0.25%	(0.80)
<b>Neso Brands Pte. Ltd.</b>								
'31 March 2024	(0.25%)	(142.66)	84.99%	(86.30)	0.16%	(0.33)	28.37%	(86.63)
'31 March 2023	(0.11%)	(59.54)	9.06%	(57.79)	(1.16%)	(3.69)	19.29%	(61.48)
<b>Tango IT Solutions India Private Limited</b>								
'31 March 2024	0.03%	18.22	17.53%	(17.80)	0.00%	-	5.83%	(17.80)
'31 March 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-



Lenskart Solutions Private Limited

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Notes to the consolidated financial statements for the year ended 31 March 2024

(All amounts in Rs. in million unless otherwise stated)

	Net assets (total assets minus total liabilities)		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As a % of consolidated net assets	Amount	As a % of consolidated net loss	Amount	As a % of consolidated Other comprehensive income	Amount	As a % of consolidated total comprehensive income	Amount
<i>Non Controlling interests</i>								
31 March 2024	1.85%	1,066.64	(71.96%)	73.07	(16.57%)	33.78	(34.99%)	106.85
31 March 2023	1.72%	959.79	(6.63%)	42.28	3.17%	10.11	(16.44%)	52.39
<i>Associate (Indian)</i>								
<b>Tango IT Solutions India Private Limited</b>								
31 March 2024	0.00%	-	6.77%	(6.87)	0.00%	-	2.25%	(6.87)
31 March 2023	0.00%	-	2.06%	(13.13)	0.00%	-	4.12%	(13.13)
<b>QuantDuo Technologies Private Limited</b>								
31 March 2024	0.00%	-	10.28%	(10.44)	0.00%	-	3.42%	(10.44)
31 March 2023	0.00%	-	1.03%	(6.55)	0.00%	-	2.05%	(6.55)
<i>Joint Venture (Foreign)</i>								
<b>Baofeng Framkart Technology Limited</b>								
31 March 2024	0.00%	-	(4.77%)	4.84	0.00%	-	(1.59%)	4.84
31 March 2023	0.00%	-	0.45%	(2.84)	0.00%	-	0.89%	(2.84)
<b>Owndays India Private Limited</b>								
31 March 2024	0.00%	-	0.00%	-	0.00%	-	0.00%	-
31 March 2023	0.00%	-	2.86%	(18.24)	0.00%	-	5.72%	(18.24)
<b>Inter-company eliminations and consolidation adjustments</b>								
31 March 2024	(76.75%)	(44,174.89)	1542.66%	(1,566.40)	98.84%	(201.47)	578.92%	(1,767.86)
31 March 2023	(78.05%)	(43,473.84)	79.04%	(503.91)	83.14%	265.09	74.92%	(238.82)
<b>Total</b>								
31 March 2024	100.00%	57,559.50	100.00%	(101.54)	100.00%	(203.83)	100.00%	(305.37)
31 March 2023	100.00%	55,697.86	100.00%	(637.57)	100.00%	318.83	100.00%	(318.73)

\*The above amounts / percentage of net assets and net profit or (loss) in respect of Lenskart Solutions Private Limited, its subsidiaries, joint venture and associate are determined based on the amounts of the respective entities included in consolidated financial statements before inter-Company eliminations / consolidation adjustments.



49 Other statutory information:

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Holding Company for holding any Benami property, to the extent applicable.
- (ii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year, to the extent applicable.
- (iii) The Group has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, to the extent applicable.
- (iv) The Group does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act, 1961, to the extent applicable).
- (v) The Group is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India, to the extent applicable.
- (vi) The Group Company has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017, to the extent applicable.
- (vii) The Group has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.
- (viii) During the year ended 31 March 2024 The Holding Company ('funding party') has not given an additional loan and invested funds.

Further the funding party had given an additional loan and invested funds aggregating of Rs 26,445.77 million during the previous year (Rs 224.21 million on 22 April 2022, Rs 845.86 million on 17 June 2022 and Rs 25,375.69 million on 02 August 2022) to Lenskart Solutions Pte. Ltd. (wholly owned subsidiary) towards investment and lending funds in newly incorporated entities as its step down and for its business expansion. These entities have been set up to expand the Group's business in the global markets. Details of funds advanced by Lenskart Solutions Pte. Ltd. to the step down subsidiaries are as follows:

Name of entity	Country of incorporation	Date of funds transfer	Form of investment	31 March 2024	
				Amount(in million)	
Lenskart Optical Trading LLC	UAE	14 June 2023	Loan to subsidiary	61.84	
Lenskart Optical Trading LLC	UAE	30 October 2023	Loan to subsidiary	40.20	
Lenskart Optical Trading LLC	UAE	01 November 2023	Loan to subsidiary	24.74	
Lenskart Optical Trading LLC	UAE	20 November 2023	Loan to subsidiary	9.28	
Lenskart Optical Trading LLC	UAE	24 November 2023	Loan to subsidiary	15.46	
Lenskart Optical Trading LLC	UAE	14 December 2023	Loan to subsidiary	12.37	
Lenskart Optical Trading LLC	UAE	27 December 2023	Loan to subsidiary	12.37	
Lenskart Optical Trading LLC	UAE	02 January 2024	Loan to subsidiary	18.55	
Lenskart Optical Trading LLC	UAE	17 January 2024	Loan to subsidiary	24.74	
Lenskart Optical Trading LLC	UAE	29 January 2024	Loan to subsidiary	24.74	
Lenskart Optical Trading LLC	UAE	26 February 2024	Loan to subsidiary	30.92	
Lenskart Optical Trading LLC	UAE	15 March 2024	Loan to subsidiary	6.18	
Lenskart Optical Trading LLC	UAE	25 March 2024	Loan to subsidiary	24.74	
Lenskart Optical Trading LLC	UAE	26 March 2024	Loan to subsidiary	12.37	
Neso Brands Pte Ltd	Singapore	18 August 2023	Loan to subsidiary	6.18	
Neso Brands Pte Ltd	Singapore	25 August 2023	Loan to subsidiary	6.18	
Neso Brands Pte Ltd	Singapore	31 August 2023	Loan to subsidiary	92.76	
Neso Brands Pte Ltd	Singapore	30 October 2023	Loan to subsidiary	6.18	
Neso Brands Pte Ltd	Singapore	17 November 2023	Loan to subsidiary	6.18	
Neso Brands Pte Ltd	Singapore	13 December 2023	Loan to subsidiary	9.28	
Neso Brands Pte Ltd	Singapore	27 December 2023	Loan to subsidiary	6.18	
Neso Brands Pte Ltd	Singapore	30 December 2023	Loan to subsidiary	6.18	
Neso Brands Pte Ltd	Singapore	15 February 2023	Loan to subsidiary	5.57	
Neso Brands Pte Ltd	Singapore	23 February 2023	Loan to subsidiary	6.18	
Neso Brands Pte Ltd	Singapore	27 March 2023	Loan to subsidiary	1.86	
Lenskart Solutions Inc.	United States	17 January 2024	Loan to subsidiary	4.19	
Lenskart Solutions Inc.	United States	04 March 2024	Loan to subsidiary	4.23	
Lenskart Solutions (Thailand) company Ltd	Thailand	26 February 2024	Loan to subsidiary	2.36	
<b>Total</b>				<b>482.01</b>	

Name of entity	Country of incorporation	Date of funds transfer	Form of investment	31 March 2023	
				Amount(in million)	
LENSKART SOLUTIONS INC.	United States	27 April 2022	Investment in equity shares	25.80	
LENSKART SOLUTIONS INC.	United States	05 May 2022	Investment in equity shares	24.85	
LENSKART SOLUTIONS INC.	United States	25 May 2022	Investment in equity shares	17.13	
LENSKART SOLUTIONS INC.	United States	22 June 2022	Investment in equity shares	43.41	
LENSKART SOLUTIONS INC.	United States	28 June 2022	Investment in equity shares	51.84	
Owndays INC	Japan	10 August 2022	Investment in equity shares	25,128.40	
LENSKART OPTICAL TRADING LLC	UAE	27 April 2022	Loan to subsidiary	31.02	
LENSKART OPTICAL TRADING LLC	UAE	26 May 2022	Loan to subsidiary	12.87	
LENSKART OPTICAL TRADING LLC	UAE	22 June 2022	Loan to subsidiary	18.55	
LENSKART OPTICAL TRADING LLC	UAE	28 June 2022	Loan to subsidiary	43.28	
LENSKART OPTICAL TRADING LLC	UAE	12 August 2022	Loan to subsidiary	24.73	
LENSKART SOLUTIONS FZCO	UAE	12 August 2022	Loan to subsidiary	1.24	
LENSKART OPTICAL TRADING LLC	UAE	30 August 2022	Loan to subsidiary	18.55	
LENSKART OPTICAL TRADING LLC	UAE	30 August 2022	Loan to subsidiary	6.17	
LENSKART OPTICAL TRADING LLC	UAE	26 September 2022	Loan to subsidiary	24.73	
LENSKART OPTICAL TRADING LLC	UAE	23 November 2022	Loan to subsidiary	12.36	
LENSKART OPTICAL TRADING LLC	UAE	05 December 2022	Loan to subsidiary	18.55	
LENSKART OPTICAL TRADING LLC	UAE	22 December 2022	Loan to subsidiary	12.36	
LENSKART OPTICAL TRADING LLC	UAE	25 January 2023	Loan to subsidiary	12.36	
LENSKART OPTICAL TRADING LLC	UAE	21 February 2023	Loan to subsidiary	30.91	
LENSKART OPTICAL TRADING LLC	UAE	21 February 2023	Loan to subsidiary	37.09	
LENSKART OPTICAL TRADING LLC	UAE	23 February 2023	Loan to subsidiary	24.73	
<b>Total</b>				<b>25,620.93</b>	

The Group has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999), to the extent applicable, the Companies Act, 2013 for these transactions and these transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003). Except for the above, the Holding Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.



Lenskart Solutions Private Limited

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Notes to the consolidated financial statements for the year ended 31 March 2024

(All amounts in Rs. in million unless otherwise stated)

50 Government grants

	As at 31 March 2024	As at 31 March 2023
As at 01 April		
Received during the year	309.68	141.56
Less Released to the statement of profit and loss	129.83	243.79
As at 31 March	34.75	75.67
	404.76	309.68
Current		
Non current	45.58	47.40
	359.18	262.28

Government grant to be received for the purchase of certain items of property, plant and equipment. The Holding Company has to fulfill export obligation of six times of amount of duty saved over a period of six years, from respective date of import, under the EPCG scheme against import of plant and machinery. (refer note 34)

51 The Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under section 92-92F of the Income Tax Act 1961. Since, the law requires existence of such information and documentation of to be contemporaneous in nature, group has executed necessary agreement/document with all such related parties wherever transfer pricing is applicable. The management is of the opinion that its transaction are at arm's length so that the aforesaid legislation will not have any impact on the Consolidated Financial Statements, particularly on the amount of tax expenses and that of provision for tax.

52 The Group has maintained proper books of accounts as required by law except that the Group does not have the server located in India for the daily back up. The Group is in process of setting up server in India in order to be in compliance with Rules as applicable under Companies Act 2013.

53 The Group has used main accounting software (ERP) and its related application for maintaining its books of account which has a feature of recording audit trail (edit log) facility, however the audit trail functionality was not enabled throughout the year for all relevant transactions recorded in the software. The Group is in the process of enabling the said functionality in order to be compliant with the with Rules as applicable under Companies Act 2013.

54 Rounded off figures

Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in these consolidated financial statements have been rounded off or truncated as deemed appropriate by the management of the Group.

As per our report of even date attached

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration No. 101049W/E300004

  
per Yogesh Midha  
Partner

Membership No. 094941



For and on behalf of the Board of Directors of  
Lenskart Solutions Private Limited



Peyush Bansal  
Director  
DIN:02070081  
Place: Gurugram  
Date: July 04, 2024

  
Mukti Hariharan  
Chief Financial Officer

Place: Gurugram  
Date: July 04, 2024



Neha Bansal  
Director  
DIN:02057007  
Place: Gurugram  
Date: July 04, 2024



Preeti Gupta  
Company Secretary  
Membership No. - ACS29209  
Place: Gurugram  
Date: July 04, 2024

Place: Gurugram

Date: July 04, 2024